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MISSOURI HEALTH MAINTENANCE ORGANIZATION REPORT 1995



Missouri Department of Insurance **Statistics Section** December 1996



Missouri Department of Insurance Statistics Section December 1996

MISSOURI HEALTH MAINTENANCE ORGANIZATION REPORT 1995

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	Eastern
7	Western
	Central
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	Southeastern
	Northwestern
_	Northeastern
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1995 En	rollment by Metropolitan Statistical Area (MSA)
	St. Louis
	Kansas City
	Columbia
	Springfield
	St. Joseph
	Joplin
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MISSOURI HEALTH MAINTENANCE ORGANIZATION REPORT 1995

INTRODUCTION

This report provides the public with financial and operations data on the Health Maintenance Organizations (HMOs) operating in Missouri. HMOs offer their enrollees a defined set of basic health care services for a prepaid, fixed fee. These services include hospital, physician, and other health care professional services. To receive care that will be paid by the HMO, members must select a primary care physician who provides for all of the member's primary medical care. This physician also acts as a "gatekeeper," and is responsible for referrals and access to specialists and other services. Most HMOs limit patients' out-of-pocket expenses to small copayments.

Assessments based on this report should recognize that an HMO's performance is influenced by model type, enrollment size, and length of time in operation.

Included in the report are:

- 1) an address list of Missouri-licensed HMOs;
- 2) maps and tables indicating counties included in each HMO's service area;
- 3) charts showing trends in Missouri HMO enrollment, and 1995 Missouri HMO enrollment by company and by holding company/parent groups for various regions of the state;
- 4) tables presenting utilization measures of annualized physician encounters and inpatient days;
- 5) demographic details on enrollment by plan with age and gender breakouts;
- 6) tables showing financial positions including balance sheet, income statement, revenues, and expenses items, along with operational performance indicators;
- 7) detailed company profiles including five year historical summaries of balance sheet, income statement, enrollment, and operational measures, with brief notes on each HMO's organization and operations.

Preparation of this report is authorized by Section 374.426, RSMo. The data in the report is based on 1995 HMO annual statements and supplements filed with the Missouri Department of Insurance by each Missouri-licensed HMO operational at year end 1995. The report's accuracy is limited by the quality of data provided to the Missouri Department of Insurance by the HMOs. Substantial effort has been made to ensure the accuracy of the information presented in this report. Future reprintings of the report may update any erroneous data brought to the attention of the Missouri Department of Insurance. The information is intended for general comparisons and evaluations. The information is not to be interpreted, in any form, as an endorsement or as an objection by the Missouri Department of Insurance regarding the operations of any HMO. Questions, corrections, and comments regarding this report should be directed to the Missouri Department of Insurance, Statistics Section, P.O. Box 690, Jefferson City, Missouri 65102-0690.

Missouri-Licensed Health Maintenance Organizations

As of November 1996

Alliance for Community Health, Inc., d/b/a Community Care, A Healthcare Partnership

3920 Lindell Blvd., Suite 100 St. Louis, MO 63108 314/454-0055 or 314/361-1669 Admitted to State: June 27, 1995

*Childrens Mercy Family Plan

2401 Gillham Road Kansas City, MO 64108 816/234-3000

Admitted to State: February 20, 1996

CIGNA HealthCare of St. Louis, Inc.

8182 Maryland Avenue, Suite 900 St. Louis, MO 63105-3721 314/726-7860 or 314/878-2866 Admitted to State: January 17, 1986

Exclusive Healthcare, Inc.

Mutual of Omaha Plaza Omaha, NE 68175 402/351-8101 or 402/978-2869 Admitted to State: May 31, 1990

Good Health HMO, Inc., d/b/a Blue-Care

One Pershing Square, 2301 Main Street Kansas City, MO 64108 816/395-2222 or 816/561-2300 Admitted to State: September 28, 1988

Healthcare USA of Missouri LLC

100 South Fourth St., Suite 1100 St. Louis, MO 63102 314/241-5300 or 800/213-7792 Admitted to State: June 13, 1995

*AmeriCan Medical Plans of Missouri, Inc.

4741 Central Avenue, Suite 358 Kansas City, MO 64112 816/561-2883 or 800/213-9822 Admitted to State: March 26, 1996

*Childrens Mercy Hospital/Truman Medical Center Family Health Partners, Inc., d/b/a Family Health Partners

2301 Holmes Road Kansas City, MO 64108 816/556-3000 or 816/556-3094 Admitted to State: May 6, 1996

Citizens Advantage

P.O. Box 479, 1500 North Oakland Bolivar, MO 65613 417/777-6000 or 417/326-6000 Admitted to State: February 18, 1994

*FirstGuard Health Plan, Inc.

3801 Blue Parkway Kansas City, MO 64130 816/929-2668 Admitted to State: March 21, 1995

Group Health Plan, Inc.

940 West Port Plaza, Suite 300 St. Louis, MO 63146 800/755-3901 or 314/453-1700 Admitted to State: September 10, 1985

*HealthFirst Health Management Organization

2202 West 32nd St.
Joplin, MO 64804-3599
417/659-3696
Admitted to State: January 8, 1996

* Indicates the health maintenance organization was newly licensed and/or did not operate in 1995.

**Indicates the HMO name under which 1995 data is shown in the report.

BMA Selectcare, Inc.

P.O. Box 419458 Kansas City, MO 64141 816/753-8000

Admitted to State: December 3, 1991

CIGNA HealthCare of Ohio, Inc., d/b/a **CIGNA HealthCare of Kansas/Missouri, Inc.

101 South Webb Road, Suite 200 Wichita, KS 67207 913/451-9389

Admitted to State: June 30, 1986

Community Health Plan

5301 Faraon St. Joseph, MO 64506-3817 816/271-1247

Admitted to State: December 29, 1994

**GenCare Health Systems, Inc.

On 10/01/96 merged with PHP of Greater. St.Louis and renamed:

United HealthCare of the Midwest, Inc.

P.O. Box 419079 St. Louis, MO 63141-9079 800/627-0607

Admitted to State: July 23, 1985

*HealthCare America Plans, Inc.

P.O. Box 780467 Wichita, KS 67278-0467 800/475-4274 or 316/687-1600 Admitted to State: March 29, 1996

HealthLink HMO, Inc.

777 Craig Road, Suite 110 St. Louis, MO 63141 800/624-2680 or 314/569-7200 Admitted to State: January 14, 1993

Missouri-Licensed Health Maintenance Organizations

Listing continued from previous page.

As of November 1996

HealthNet, Inc.

2300 Main St., Suite 700 Kansas City, MO 64108-2415

816/221-8400

Admitted to State: March 2, 1987

Humana Kansas City, Inc.

10450 Holmes Street, Suite 330 Kansas City, MO 64131

816/941-8900

Admitted to State: November 25, 1986

Mercy Health Plans of Missouri, Inc.,

d/b/a Premier Health Plans

12935 North Outer 40 Drive, Suite 200

St. Louis, MO 63141-8636

314/995-4545 or 314/214-8100

Admitted to State: January 6, 1995

**Physicians Health Plan of Greater St. Louis, Inc.

On 10/01/96 merged with GenCare Health Systems, Inc. and renamed:

United HealthCare of the Midwest, Inc.

77 West Port Plaza, Suite 500

St. Louis, MO 63146

800/535-9291 or 314/275-7000

Admitted to State: February 20, 1986

Prudential Health Care Plan, Inc., d/b/a PruCare

12312 Olive Boulevard, Suite 500

Creve Coeur, MO 63141

314/542-4500 or 314/567-1100

Admitted to State: July 11, 1985

HMO Missouri, Inc., d/b/a BlueChoice

P.O. Box 66828

St. Louis, MO 63166-6828 800/634-4395 or 314/923-7700

Admitted to State: December 2, 1987

Kaiser Foundation Health Plan of Kansas City, Inc. Medical Center Health Plan, d/b/a Partners HMO

10561 Barkley, Suite 500

Overland Park, KS 66212 913/967-4600 or 800/632-9700

Admitted to State: May 19, 1981

MetraHealth Care Plan of Kansas City, Inc.

9 Corporate Woods, Suite 185 9200 Indian Creek Parkway Overland Park, KS 66210 314/524-1157 or 314/542-1400

Admitted to State: December 29, 1986

Principal Health Care of Kansas City, Inc.

101 East 101st Terrace, Suite 300

Kansas City, MO 64131

816/931-8250 or 800/969-3343

Admitted to State: June 9, 1988

Humana Health Plan, Inc.

11861 Westline-Industrial-Blvd. Maryland Heights, MO 63146

314/993-3593

Admitted to State: March 30, 1986

One City Place Drive, Suite 670.

St. Louis, MO 63141

314/567-6660

Admitted to State: February 11, 1988

*Missouri Advantage LLC

P.O. Box 699 Bolivar, MO 65613 417/777-6000

Admitted to State: July 8, 1996

**Principal Health Care of St. Louis, Inc. (formerly MetraHealth Care Plan of St. Louis)

25 Charles Street, 14 NB Hartford, CT 06183 314/542-1400

Admitted to State: July 31, 1986

TriSource HealthCare, Inc., d/b/a Blue-Advantage Truman Medical Center, Inc.

P.O. Box 419169

Kansas City, MO 64141-6169 800/892-6048 or 816/395-2222

Admitted to State: February 26, 1992

2301 Holmes Street

Kansas City, MO 64108

816/556-3000

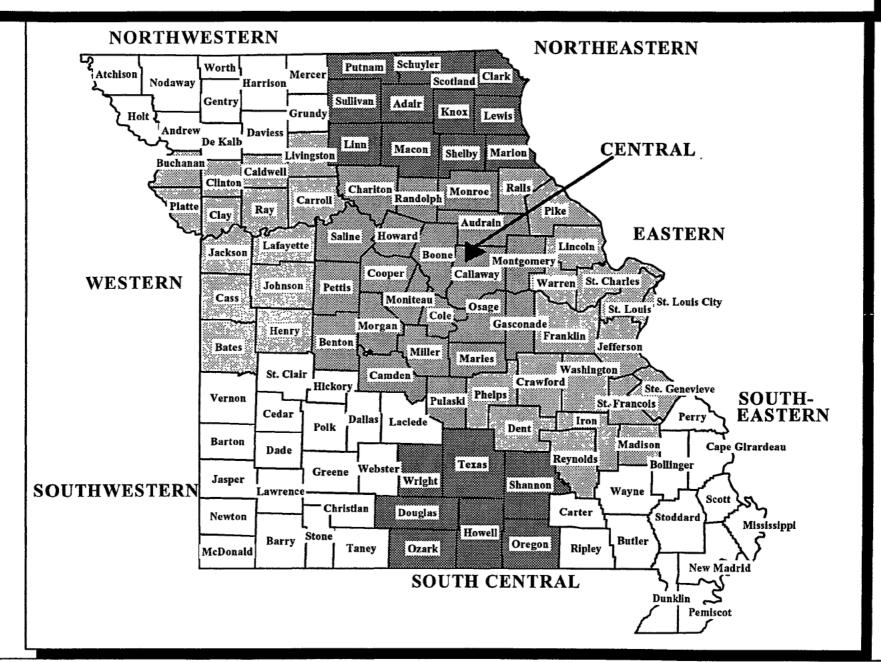
Admitted to State: January 1, 1987

^{*} Indicates the health maintenance organization was newly licensed and/or did not operate in 1995.

^{**}Indicates the HMO name under which 1995 data is shown in the report.

HMOs' APPROVED SERVICE AREAS BY COUNTY

As of August 1996



MISSOURI-LICENSED HEALTH MAINTENANCE ORGANIZATIONS' APPROVED SERVICING AREAS

Health Maintenance Organizations attempt to contain costs by controlling and managing access to health care providers. Choice of providers is typically limited to a defined panel of providers. Since access to health care for HMO members is determined by the number and availability of defined providers within a given area, HMOs are licensed by the Missouri Department of Insurance to operate in specific counties or other geographically defined areas such as Zip codes. Research on geographical and commercial definitions of provider network adequacy is continuing among both private and public health care sectors to define acceptable standards by which to determine whether a network of providers in a proposed service area is adequate for the HMO to provide, or arrange for the provision of "basic health care services" as required by Missouri Statute.

CENTRAL REGION	6
EASTERN REGION	
NORTHEASTERN REGION	8
NORTHWESTERN REGION	9
SOUTH CENTRAL REGION 1	0
SOUTHEASTERN REGION	1
SOUTHWESTERN REGION	2
WESTERN REGION	13

HMOs APPROVED TO SERVICE CENTRAL REGION COUNTIES*

- Company of the comp	A U D R A I N	B E N T O N	B O O N E	C A L A W A Y	E A M D E N	C H A R I T O N	C O L E	C O O P E R	G A S C O N A D E	H O W A R D	M A R I E S	M I L E R	M O N I T E A U	M O N R O E	M O N T G O M E R	M O R G A	O S A G E	P E T T S	P U L A S K I	R A N D O L P H	S A L I N E
Exclusive Healthcare, Inc.									-						X						
GenCare Health Systems, Inc.	X		X	X	X	X	X	X	X	X		X	X	X	X	X	X	X	X	X	X
Group Health Plan, Inc.	X		X	X	X		X	X	X	X	X	X	X		X	X	X		X	X	
HealthCare USA of Missouri LLC	X		X	X	X	X	X	X	X	X		X	X	X	X	X	X	X		X	X
HealthLink HMO, Inc.	X		X	X			X	X		X		X	X	X	X					X	
HMO Missouri, Inc., d/b/a BlueChoice	X		X	X	X	X	X	X	X	X	X	X	X	X	X	X	X	X	X	X	X
Humana Health Plan, Inc.	X	X	X	X	X	X	X	X	X	X	X	X	X	X	X	X	X	X		X	X
Humana Kansas City, Inc.	X	X	X	X	X	X	X	X	X	X	X	X	X	X	X	X	X	X		X	X
Medical Center Health Plan, d/b/a Partners HMO)		X	X		X	X	X	X	X	X	X	X		X	X	X			X	
Mercy Health Plans of Missouri, Inc.	X	X	X	X	X		X	X	X	X		X	X			X	X				
Physicians Health Plan of Greater St.Louis, Inc.	X		X	X	X		X	X	X	X	X	X	X		X	X	X		X	X	
Principal Health Care of Kansas City, Inc.			X	X	X		X	X	X		X	X	X		X	X	X			X	
Prudential Health Care Plan, Inc., d/b/a PruCare	X														X						
TriSource HealthCare, Inc., d/b/a Blue-Advantag	e	X																X			X

^{*} Approved counties as of August 1996

HMOs APPROVED TO SERVICE EASTERN REGION COUNTIES*

To the state of th	C R A W F O R D	D E N T	F R A N K L I N	i R O N	I E F E R S O N	LINCOLN	M A D I S O N	P H E L P S	P I K E	R A L L S	REYNOLDS	S T CHARLES	ST FRANCOLS	ST LODIS	S T L O U I S C I T Y	STE GENEVIEVE	W A R R R E N	W A S H I N G T O N
Alliance for Community Health, Inc.			X		X							X		X	X			
CIGNA HealthCare of St. Louis, Inc.			X		X							X		X	X	2 7/	47	
Exclusive Healthcare, Inc.			X		X	X						X	X	X	X	\$3.Z	X	X
GenCare Health Systems, Inc.	X	X	X	X	X	X	X	X	X		X	X	X	X	X	X	X	X
Group Health Plan, Inc.	X		X		X	X	X		X			X	X	X	X	X	X	X
HealthCare USA of Missouri LLC			X									X		X	X		X	
HealthLink HMO, Inc.	X		X	X	X	X	X	X				X	X	X	X	X	X	X
HMO Missouri, Inc., dba BlueChoice	X		X		X	X		X	X			X	X	X	X	X	X	X
Humana Health Plan, Inc.			X		X		X					X	X	X	X	X		
Humana Kansas City, Inc.			X		X		X					X	X	X	X	X		
Medical Center Health Plan, dba Partners HMO	X		X		X	X	X	X	X			X	X	X	X	X	X	X
Mercy Health Plans of Missouri, Inc.			X		X							X		X	X			
Physicians Health Plan of Greater St. Louis, Inc.	X	X	X	X	X	X	X	X	X		X	X	X	X	X	X	X	X
Principal Health Care of Kansas City, Inc.			X		X		X					X	X	X	X	X	X	
Principal Health Care of St. Louis, Inc.			X		X							X		X	X			
Prudential Health Care Plan, Inc.			X		X	X						X		X	X	X		

^{*}Approved counties as of August 1996

HMOs APPROVED TO SERVICE NORTHEASTERN REGION COUNTIES*

The state of the s	A D A I R	C L A R K	K N O X	L E W I S	L 1 N N	M A C O N	R I O	P U T N A M	S C H U Y L È R	S C O T L A N D	S H E L B Y	S U L L I V A N
GenCare Health Systems, Inc.	X		X	X	X	X			X	X	X	X
HealthLink HMO, Inc.						X						
HMO Missouri, Inc., dba BlueChoice	X				X	X		X	X			X
Humana Health Plan, Inc.	X	X	X.		X	X		X	X	X	X	X
Humana Kansas City, Inc.	X	X	X		X	X		X	X	X	X	X
										ł	1	

^{*}Approved counties as of August 1996

HMOs APPROVED TO SERVICE NORTHWESTERN REGION COUNTIES*

The state of the s	A N D R E W	A T C H I S O N	D A V I E S	D E K A L B	G E N T R	G R U N D Y	H A R R I S O N	H O L T	M E R C E R	N O D A W A Y	W O R T H
Community Health Plan	X	X	X	X	X	X	X	X	X	X	X
Exclusive Healthcare, Inc.			X				X				
Good Health HMO, Inc., dba Blue-Care, Inc.	X					,					
Principal Health Care of Kansas City, Inc.				X							
TriSource HealthCare, Inc., dba Blue-Advantage	X	X	X	X	X	X	X	X	X	X	X

^{*}Approved counties as of August 1996

HMOs APPROVED TO SERVICE SOUTH CENTRAL REGION COUNTIES*

San	D O U G L A S	H O W E L L	O R E G O N	O Z A R K	S H A N N O N	T E X A S	W R I G H T
GenCare Health Systems, Inc.		X	X		X	X	
HMO Missouri, Inc., dba BlueChoice	X			X			X
Humana Health Plan, Inc.	X	X				X	X
Humana Kansas City, Inc.	X	X				X	X
Medical Center Health Plan, dba Partners HMO	X			X			X
Mercy Health Plans of Missouri, LLC	X	X		X	X		X
Physicians Health Plan of Greater St. Louis, Inc.		X	X		X	X	X

^{*}Approved counties as of August 1996

HMOs APPROVED TO SERVICE SOUTHEASTERN REGION COUNTIES*

· · · · · · · · · · · · · · · · · · ·	BOLINGER	B U T L E R	C A P E G I R A D E A U	C A R T E R	D U N E I N	M S S I S I P P	N E W M A D R I D	P E M I S C O T	P E R R	R I P L E Y	s C O T T	S T O D D A R D	W A Y N E
								·	1			1	M
GenCare Health Systems, Inc.	X	X	ΧΛ	X	X	Χ^	X	X	X	. X	ΧΛ	X	X
GenCare Health Systems, Inc. HealthLink HMO, Inc.	X	X	ΧΛ	X	X	X۸	X	X	X	X	ΧΛ	X	X
	X	X	X^	X	X	X^ X	X	X		X	X^	X	X
HealthLink HMO, Inc.		X		X	X			X	X	X			X
HealthLink HMO, Inc. HMO Missouri, Inc., dba BlueChoice			X	X .					X			X	
HealthLink HMO, Inc. HMO Missouri, Inc., dba BlueChoice Humana Health Plan, Inc.		x	X X^		X			x	X X X	X		X X	X

^{*} Approved counties as of August 1996

[^] Approved for Point-of-Service plans only

HMOs APPROVED TO SERVICE SOUTHWESTERN REGION COUNTIES*

The state of the s	B A R R	B A R T O N	C E D A R	C H R I S T I A N	D A D E	D A L A S	G R E N E	H T C K O R Y	J A S P E R	L A C L E D E	L A W R E N C E	M C D O N A L D	N E W T Q N	P O L K	S T C L A I R	S T O N E	T A N E Y	V E R N O N	W E B S T E R
American Medical Plans of Missouri, Inc.				X			X							X		X	X		
Citizens Advantage			X		X	X		X						X	X				
GenCare Health Systems, Inc.	X			X			X		X	X			X				X		X
Group Health Plan, Inc.										X				}					
HealthFirst Health Management Organization	X	X			X				X		X	X	X						
HMO Missouri, Inc., dba BlueChoice	X	X	X	X	X	X	X	X	X	X	X	X	X	X		X	X		X
Humana Health Plan, Inc.	X	X	X	X	X	X	X		X	X	X	X	X	X	X	X	X	X	X
Humana Kansas City, Inc.	X	X	X	X	X	X	X		X	X	X	X	X	X	X	X	X	X	X
Medical Center Health Plan, dba Partners HMO	X	X		X	X				X	X	X	X	X	X		X	X		X
Mercy Health Plans of Missouri, Inc.	X	X	X	X	X	X	X	X	X	X	X	X	X	X	X	X	X		X
Physicians Health Plan of Greater St. Louis, Inc.	X			X			X		X	X	X	X	X				X		X
TriSource HealthCare, Inc., dba Blue-Care, Inc.															X			X	

^{*}Approved counties as of August 1996

HMOs APPROVED TO SERVICE WESTERN REGION COUNTIES*

- Jan	B A T E S	B U C H A N A	C A L D W E L L	C A R R O L	C A S S	C L A Y	C L I N T O N	H E N R Y	J A C K S O N	JOHN SON	L A F A Y E T T E	L IV N G S T O N	P L A T T E	R A Y
American Medical Plans of Missouri, Inc.	,,				X	X			X	X	X		X	X
BMA Selectcare, Inc.		X			X	X	X		X		X		X	X
Children's Mercy Family Plan .					X	X	X		X	X	X		X	X
Children's Mercy Hospital/Truman Medical Center Family Ho	ealth Pa	rtners, I	nc,		X	X			X	X	X		X.	X
CIGNA HealthCare of Kansas/Missouri, Inc.					X	X	,		X		X		X	X
CIGNA HealthCare of Ohio, Inc.					X	X			X		X		X.	X
Community Health Plan		X	X	X		X	X		X		X	X	X	X
Exclusive Healthcare, Inc.			X		X	X	X		X		X	X	X	X
FirstGuard Health Plan, Inc.					X	X		,	X	X	X		X	X
GenCare Health Systems, Inc.					X	X			X	X	X		X	
Good Health HMO, Inc., d/b/a Blue-Care, Inc.		X			X	X			X	X	X		X	X
HealthCare America Plan, Inc.					X	X	X		X		X		X	X
HealthCare USA of Missouri, Inc.					X	X			X	X	X		X	X
HealthNet, Inc.		X			X	X	X		X	X	X		X	X
Humana Health Plan, Inc.	X	X	X	X	X	X		X	X	X	X		X	X
Humana Kansas City, Inc.	X	X	X	X	X	X		X	X	X	X		X	X
Kaiser Foundation Health Plan of Kansas City, Inc.					X	X			X				X	X
MetraHealth Care Plan of Kansas City, Inc.					X	X			X		X		X	
Principal Health Care of Kansas City, Inc.		X			X	X	X	X	X	X	X		X	X
Prudential Health Care Plan, Inc.					X	X			X		X		X	X
TriSource HealthCare, Inc., d/b/a Blue-Advantage	X	X	X	X	X	X	X	X	X	X	X	X	X	X
Truman Medical Center, Inc.									X					

^{*}Approved counties as of August 1996

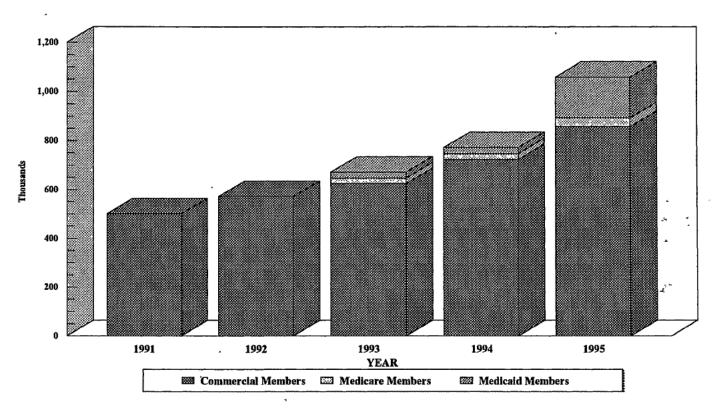
HEALTH MAINTENANCE ORGANIZATION MISSOURI ENROLLMENT INFORMATION

The enrollment data contained in this report is a summary of year end 1995 Missouri-licensed HMO membership. An HMO member is defined as a person enrolled as a subscriber or eligible dependent of a subscriber and for whom the HMO has accepted financial responsibility for provision of contracted health services. The information does not include enrollment of persons receiving managed care through Preferred Provider Organizations (PPOs) associated with indemnity insurance companies or self-funded employer plans for which HMOs, or companies affiliated with HMOs, provide administrative services. In such arrangements an HMO may earn fees from network rental, utilization review, claims processing, and/or other administrative services. Administrative fees are not considered premium revenue. Accurate risk and health services management assessment require analysis of membership experience for which the HMO has assumed financial liability. Therefore, statutory filings used as data sources for the information presented in this report are to exclude Administrative Service-Only (ASO) members. Footnotes to various tables indicate where submitted data has been adjusted in an effort to maintain comparability among the HMO data being presented.

HMOs submitted enrollment data in March of 1996 as a part of Annual Statement filings, and through the month of May as a part of annual supplement filings. The 1995 HMO annual supplement, for the first time, required the reporting of enrollment counts by the Zip code in which the enrollees reside, as opposed to an aggregate statewide total as reported in Annual Statements. Therefore, enrollment information is also presented in an appendix for various geographical and metropolitan regions, and by different classifications of enrollment (e.g. standard HMO plan, Point-of-Service plan, Medicare, and Medicaid). Point-of-Service (POS) plans differ from standard HMO service plans by providing members the option to receive service from providers who are outside the HMO's designated provider network. POS plans are generally more expensive for health care service purchasers due to higher copayments, co-insurance requirements, and/or limits on covered benefits. Medicare and Medicaid enrollees refer to Medicare and Medicaid beneficiaries who enroll in HMOs that have arranged for the provision of health care services per agreements with the Health Care Financing Administration (HCFA) and/or the Missouri Division of Medical Services.

YEAR END MISSOURI MEMBER TOTALS

INCLUDES COMMERCIAL (Group & Individual), MEDICARE, and MEDICAID ENROLLMENT



Missouri Membership Totals and % Changes

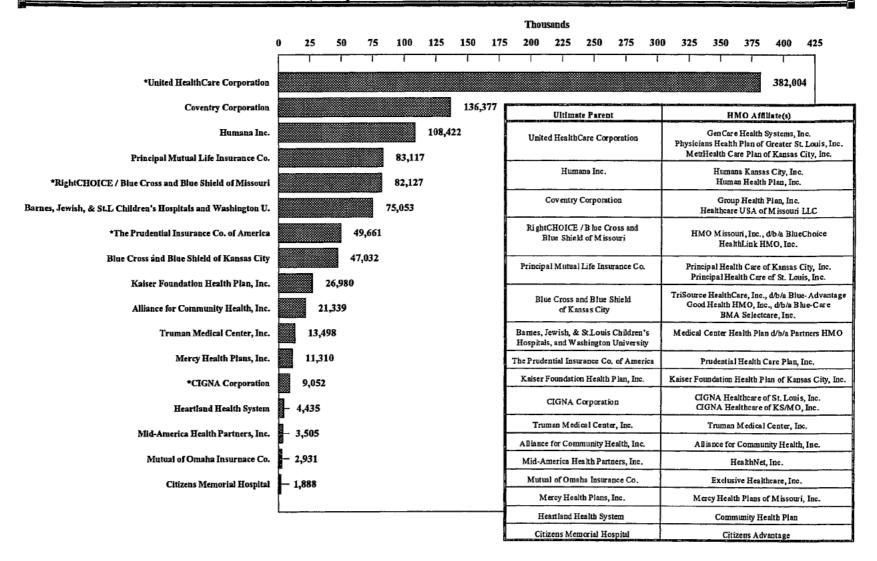
	1991	1992	% Change (1991-92)	1993	% Change (1992-93)	1994	% Change (1993-94)	1995	% Change (1994-95)
Medicaid Members	N/A	N/A	N/A	23,864	-	25,289	6%	165,696	555%
Medicare Members	N/A	N/A	N/A	23,049	_	23,973	4%	35,426	48%
Commercial Members	501,414	572,048	14%	624,415	9%	723,031	16%	857,609	19%
Total Members	501,414	572,048	14%	671,328	17%	772,293	15%	1,058,731	37%

Formula for calculating growth rate: (Current Year Member Total - Previous Year Member Total) / Previous Year Member Total * Note: Totals for years prior to 1994 may include ASO membership.

1995 YEAR END MISSOURI MEMBERS

BY HOLDING COMPANY GROUP

INCLUDES COMMERCIAL (Group & Individual), MEDICARE, and MEDICAID ENROLLMENT



Total 1995 Year End Missouri Members - 1,058,731

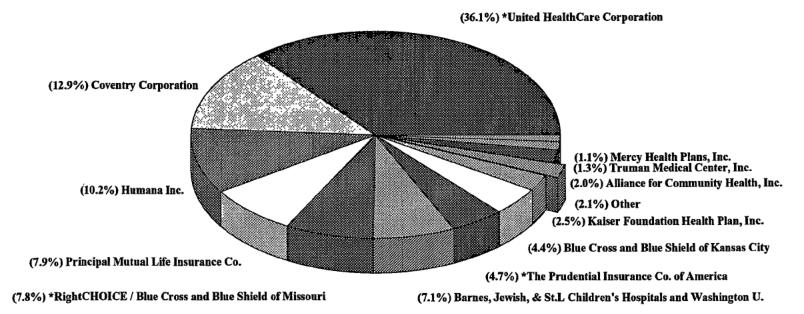
Table representative of parent company and affiliates as of 08/96. In September of 1995, the Missouri Department of Insurance approved United HealthCare Corporation's (UHC's) purchase of MetraHealth Inc.'s Kansas City subsidiary while requiring UHC to sell MetraHealth Inc.'s St. Louis subsidiary.

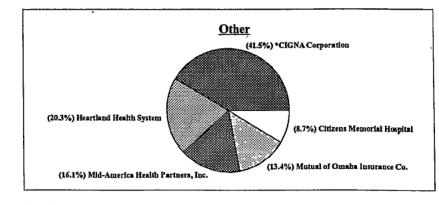
^{*} Indicates affiliated HMO's Missouri member figure excludes administrative service only members and/or any other non-risk members.

In March of 1996, MetraHealth Care Plan of St. Louis, Inc. was sold to Principal Mutual Life Insurance Company and renamed Principal Health Care of St. Louis, Inc. In the above chart, the 1995 year end Missouri members of Principal Health Care of St. Louis, Inc. are included in the total for Principal Mutual Life Insurance Company.

1995 TOTAL MISSOURI HMO ENROLLMENT SHARES BY HOLDING COMPANY GROUP

Total 1995 Missouri Enrollment = 1,058,731





^{*} Indicates the affiliated HMOs' Missouri member figure excludes administrative service only (ASO) members and/or any other non-risk members.

^{*} Table representative of parent company and affiliates as of 08/96. In September of 1995, the Missouri Department of Insurance approved United HealthCare Corporation's (UHC's) purchase of MetraHealth Inc.'s Kansas City subsidiary while requiring UHC to sell MetraHealth Inc.'s St. Louis subsidiary.

All HMOs

YEAR END TOTAL MISSOURI HMO ENROLLMENT^ RANKED BY 1995 MARKET SHARE

_	Total Enrollment		Percentage	Rank	Market Share		
_	12/31/95	12/31/94	Change	1995	12/31/95	12/31/94	
*GenCare Health Systems, Inc.	196,303	182,944	7.3%	1	18.5%	17.3%	
Physicians Health Plan of Greater St. Louis, Inc.	179,687	127,942	40.4%	2	17.0%	12.1%	
Group Health Plan, Inc.	88,989	88,586	0.5%	3	8.4%	8.4%	
Medical Center Health Plan, d/b/a Partners HMO	75,053	42,434	76.9%	4	7.1%	4.0%	
*HMO Missouri, Inc., d/b/a BlueChoice	73,045	60,149	21.4%	5	6.9%	5.7%	
Humana Kansas City, Inc.	67,372	57,418	17.3%	6	6.4%	5.4%	
*Principal Health Care of Kansas City, Inc.	51,090	16,171	215.9%	7	4.8%	1.5%	
*Prudential Health Care Plan, Inc.	49,661	26,685	86.1%	8	4.7%	2.5%	
HealthCare USA of Missouri LLC	47,388			9	4.5%		
Humana Health Plan, Inc.	41,050	6,123	570.4%	10	3.9%	0.6%	
Principal Health Care of St. Louis, Inc.	32,027	28,489	12.4%	11	3.0%	2.7%	
TriSource HealthCare, Inc., d/b/a Blue-Advantage	30,160	21,586	39.7%	12	2.8%	2.0%	
Kaiser Foundation Health Plan of Kansas City, Inc.	26,980	27,853	-3.1%	13	2.5%	2.6%	
Alliance for Community Health, Inc.	21,339			14	2.0%		
Good Health HMO, Inc., d/b/a Blue-Care, Inc.	16,872	14,028	20.3%	15	1.6%	1.3%	
Truman Medical Center, Inc.	13,498	15,024	-10.2%	16	1.3%	1.4%	
Mercy Health Plan of Missouri, Inc.	11,310			17	1.1%		
HealthLink HMO, Inc.	9,082	5,263	72.6%	18	0.9%	0.5%	
MetraHealth Care Plan of Kansas City, Inc.	6,014	4,106	46.5%	19	0.6%	0.4%	
*CIGNA HealthCare of St. Louis, Inc.	5,224	5,485	-4.8%	20	0.5%	0.5%	
Community Health Plan	4,435			21	0.4%		
*CIGNA HealthCare of Kansas/Missouri, Inc.	3,828	3,720	2.9%	22	0.4%	0.4%	
HealthNet, Inc.	3,505	1,570	123.2%	23	0.3%	0.1%	
Exclusive Healthcare, Inc.	2,931	3,973	-26.2%	24	0.3%	0.4%	
Citizens Advantage	1,888	1,675	12.7%	25	0.2%	0.2%	
BMA Selectcare, Inc.		3,468	-100.0%			0.3%	
Total Health Care		27,601	-100.0%			2.6%	

772,293

37.1%

1,058,731

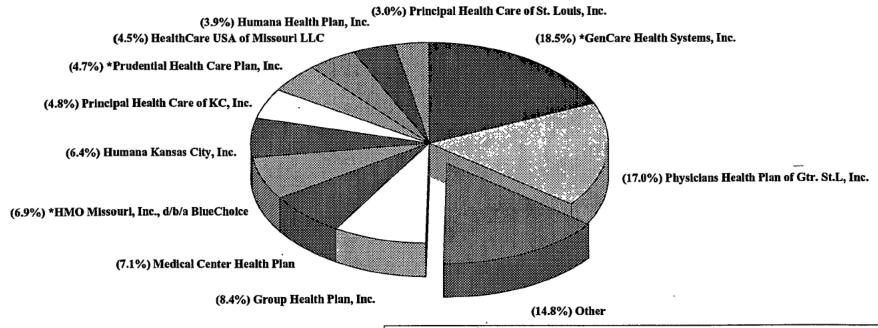
[^] Note: Includes commercial (group & individual), Medicare, and Medicaid enrollment.

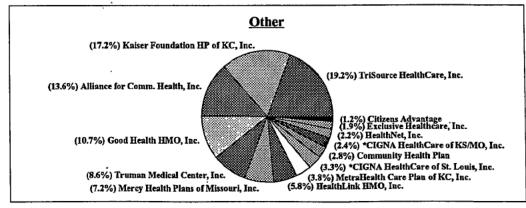
^{*} Indicates the HMO's Missouri member figure excludes administrative service only members and/or any other non-risk members.

1995 TOTAL MISSOURI HMO ENROLLMENT SHARES

BY HEALTH MAINTENANCE ORGANIZATION

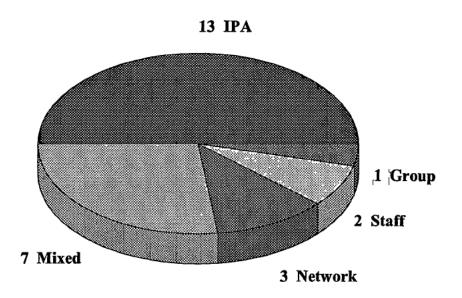
Total 1995 Missouri Enrollment = 1,058,731





^{*} Indicates the HMO's Missouri member figure excludes administrative service only (ASO) members and/or other non-risk members.

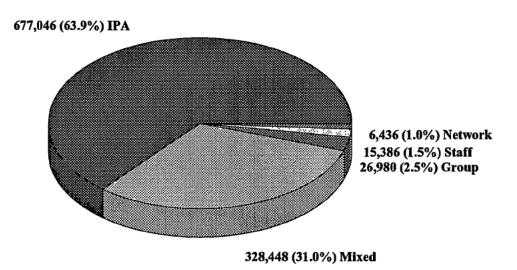
MODEL TYPES OPERATIONAL IN MISSOURI IN 1995



MODEL TYPE DEFINITIONS

- IPA The Independent Practice/Physician Association model HMO contracts with physicians in solo practice, and/or with independent practice/physician associations who, in turn contract with their own member physicians. In many cases, the physicians in an IPA model HMO have a significant number of patients who are not HMO members.
- Mixed The Mixed model HMO is any combination of the model types described above.
- Network The Network model HMO contracts with more than one medical group to provide services to its members.
 - Staff The Staff model HMO employs physicians directly. The physicians are employees of the HMO, and deal exclusively with HMO members.
 - Group The Group model HMO contracts with a single multi-specialty medical group to provide care to the HMO's membership. The group practice may work exclusively with the HMO, or it may provide services to non-HMO patients as well.

1995 MISSOURI ENROLLMENT BY MODEL TYPE



Total 1995 Missouri Enrollment = 1,058,731

Health Maintenance Organization	Model Type
Alliance for Community Health, Inc.	IPA
BMA Selectcare, Inc.	IPA
CIGNA HealthCare of Kansas/Missouri, Inc.	Mixed
CIGNA HealthCare of St. Louis, Inc.	IPA
Citizens Advantage	Staff
Community Health Plan	Network
Exclusive Healthcare, Inc.	Network
GenCare Health Systems, Inc.	IPA
Good Health HMO, Inc., dba Blue-Care, Inc.	IPA
Group Health Plan, Inc.	Mixed
HealthCare USA of Missouri LLC	Mixed
HealthLink HMO, Inc.	IPA
HealthNet, Inc.	Network

Health Maintenance Organization	Model Type
HMO Missouri, Inc., dba BlueChoice	IPA
Humana Health Plan, Inc.	Mixed
Humana Kansas City, Inc.	Mixed
Kaiser Foundation Health Plan of Kansas City, Inc.	Group
Medical Center Health Plan, dba Partners HMO	IPA
Mercy Health Plans of Missouri, Inc.	IPA
MetraHealth Care Plan of Kansas City, Inc.	IPA
Physicians Health Plan of Greater St. Louis, Inc.	IPA
Principal Health Care of Kansas City, Inc.	IPA
Principal Health Care of St. Louis, Inc.	IPA
Prudential Health Care Plan, Inc.	Mixed
TriSource HealthCare, Inc., dba Blue-Advantage	Mixed
Truman Medical Center, Inc.	Staff

HEALTH MAINTENANCE ORGANIZATIONS ENROLLMENT & UTILIZATION TRENDS

The tables and charts presented in this section provide information on changes in Missouri HMO enrollments and market shares from year end 1994 to year end 1995. This section also presents information on changes in general utilization measures from the year end 1994 to year end 1995. These utilization measures include the annualized average number of physician encounters per member per year, annualized average ambulatory encounters per member per year, and patient days incurred per 1,000 members for the year. An ambulatory encounter is defined as the provision of health service to an HMO member who is not confined to a health care institution. Ambulatory services are often referred to as "outpatient" services, as distinct from "inpatient" services. Physician encounters are defined as encounters for which only physicians provide health care services. Each measure of utilization is expressed as an annualized rate by dividing the respective total encounter measure for the year by the cumulative member month total, and then multiplying by twelve:

Total Encounters
Total Member Months * 12

Patient days incurred per 1,000 members is calculated by the same method, but the resulting ratio is then multiplied by 1,000.

To enable greater comparability of data, this section also separates enrollment and utilization by payment categories. Payment categories include: 1) Commercial, which includes group and individual members; 2) Medicare, which consists of individuals over age 64 who receive their Medicare coverage through an HMO; and 3) Medicaid, which consists of eligible individuals participating in Missouri Medicaid's *Managed Care Plus (MC+)* plan. In addition, two charts pertaining to the demographic composition (age & gender) of HMOs' commercial members have been included. These two charts provide for comparison of median ages and female/male enrollee percentages among HMOs. Additional detail on the demographic composition of an HMO's total enrollment is available in the profiles section in the second half of this report.

HMO utilization measures are tracked as indicators of a changing trend from inpatient to ambulatory health service provision. For HMOs providing utilization data for both 1994 and 1995, this trend is supported with an overall reduction of 12% in HMO commercial member inpatient days per 1,000 enrollees, from 262 to 229 days per 1,000 from 1994 to 1995. Over the same period these HMOs reported total ambulatory (outpatient) encounters for commercial members increased 18%, from 4.6 to 5.4 encounters per member per year. The trend towards reducing inpatient utilization in favor of outpatient services is also supported by the data pertaining to Medicare and Medicaid enrollments. Medicare HMO inpatient days per 1,000 enrollees decreased by 14%, while outpatient encounters increased by 6% from 1994 to 1995 for HMOs reporting data in both years. Medicaid HMO inpatient days per 1,000 enrollees decreased by 3%, while outpatient encounters increased by 14% from 1994 to 1995, although statistically significant results are not available given the considerable enrollment growth, and increase in the number of HMOs which began enrolling Medicaid eligibles in the third and fourth quarters of 1995.

MISSOURI COMMERCIAL ENROLLMENT

	Commercial Enrollment		Percentage	Rank	Market Share	
	12/31/95	12/31/94	Change	1995	12/31/95	12/31/94
BMA Selectcare, Inc.		3,468				0.4%
*CIGNA HealthCare of Kansas/Missouri, Inc.	3,828	3,720	2.9%	18	0.4%	0.4%
*CIGNA HealthCare of St. Louis, Inc.	5,224	5,485	-4.8%	16	0.6%	0.6%
Citizens Advantage	1,888	1,675	12.7%	22	0.2%	0.2%
Community Health Plan	4,435			17	0.5%	
Exclusive Healthcare, Inc.	2,931	3,973	-26.2%	20	0.3%	0.5%
*GenCare Health Systems, Inc.	174,555	182,944	-4.6%	1	20.4%	21.3%
Good Health HMO, Inc., d/b/a Blue-Care, Inc.	15,619	. 13,811	13.1%	13	1.8%	1.6%
Group Health Plan, Inc.	77,823	76,800	1.3%	3	9.1%	9.0%
HealthLink HMO, Inc.	9,082	5,263	72.6%	14	1.1%	0.6%
HealthNet, Inc.	3,505	1,570	123.2%	19	0.4%	0.2%
*HMO Missouri, Inc., d/b/a BlueChoice	69,091	60,149	14.9%	4	8.1%	7.0%
Humana Health Plan, Inc.	29,358	6,123	379.5%	11	3.4%	0.7%
Humana Kansas City, Inc.	59,455	51,765	14.9%	5	6.9%	
Kaiser Foundation Health Plan of Kansas City, Inc.	26,250	27,278	-3.8%	12	3.1%	3.2%
Medical Center Health Plan, d/b/a Partners HMO	48,408	42,434	14.1%	7	5.6%	4.9%
Mercy Health Plan of Missouri, Inc.	2,865			21	0.3%	
MetraHealth Care Plan of Kansas City, Inc.	6,014	4,106	46.5%	15	0.7%	
Physicians Health Plan of Greater St. Louis, Inc.	171,087	126,200	35.6%	2	19.9%	14.7%
*Principal Health Care of Kansas City, Inc.	51,090	16,171	215.9%	6	6.0%	1.9%
Principal Health Care of St. Louis, Inc.	32,027	28,489	12.4%	9	3.7%	3.3%
*Prudential Health Care Plan, Inc.	32,914	26,685	23.3%	8	3.8%	3.1%
Total Health Care		13,336				1.6%
TriSource HealthCare, Inc., d/b/a Blue-Advantage	30,160	21,586	39.7%	10	3.5%	2.5%
All HMOs	857,609	723,031	18.6%			

 $^{{\}bf * Indicates \ the \ HMO's \ Missouri \ member \ figure \ excludes \ administrative \ service \ only \ members \ and/or \ any \ other \ non-risk \ members.}$

MISSOURI COMMERCIAL MEMBERS UTILIZATION

	Physician Encounters Annualized		% Change	•	Ambulatory Encounters Annualized		Total Patient Days Per 1,000 Members		% Change
	12/31/95	12/31/94		12/31/95	12/31/94		12/31/95	12/31/94	
BMA Selectcare, Inc.	5.6	4.9	15.2%	6.3	5.0	25.1%	549.7	240.5	128.5%
CIGNA HealthCare of Kansas/Missouri, Inc.	3.9	4.5	-11.5%	4.9	5.7	-14.7%	253.5	295.3	-14.2%
CIGNA HealthCare of St. Louis, Inc.	0.7 .	1.1	-33.7%	0.9	1.4	-33.7%	265.6	387.1	-31.4%
Citizens Advantage	4.9	4.6	7.3%	6.1	5.4	12.7%	311.7	214.1	45.6%
Community Health Plan	3.7			5.2			207.7		
Exclusive Healthcare, Inc.	4.0	3.8	6.7%	6.7	6.7	-0.4%	240.9	220.9	9.1%
GenCare Health Systems, Inc.^*	2.3			2.5			204.4	242.5	-15.7%
Good Health HMO, Inc., d/b/a Blue-Care, Inc.	4.4	4.7	-7.7%	4.6	4.9	7.0%	158.6	137.9	15.0%
Group Health Plan, Inc.	2.1	1.8	13.3%	2.8	2.7	3.8%	238.6	246.4	-3.2%
HealthLink HMO, Inc.	1.0	1.1	-7.7%	1.8	2.0	-7.9%	130.6	137.3	-4.9%
HealthNet, Inc.	2.9	2.0	44.6%	2.9	2.0	44.6%	247.1	235.9	4.7%
HMO Missouri, Inc., d/b/a BlueChoice^*	2.8			3.4			228.1	282.3	-19.2%
Humana Health Plan, Inc.	4.5	2.4	83.8%	5.3	2.7	94.9%	218.2	259.4	-15.9%
Humana Kansas City, Inc.	4.5	4.1	8.7%	5.3	4.6	15.2%	241.7	254.6	-5.1%
Kaiser Foundation Health Plan of Kansas City, Inc.	3.6	3.8	-5.5%	4.7	4.5	4.7%	207.1	270.4	-23.4%
Medical Center Health Plan, d/b/a Partners HMO	4.4	5.5	-19.9%	8.5	7.8	9.4%	275.3	342.0	-19.5%
MetraHealth Care Plan of Kansas City, Inc.	3.6	4.0	-10.3%	3.9	4.3	-10.5%	236.3	265.0	-10.8%
Physicians Health Plan of Greater St. Louis, Inc.^	4.1			4.1			225.2	262.9	-14.3%
Principal Health Care of Kansas City, Inc.	9.2	8.5	7.2%	9.6	8.8	8.3%	200.1	218.9	-8.6%
Principal Health Care of St. Louis, Inc.	3.9	3.8	0.8%	4.3	4.3	-1.4%	317.1	383.1	-17.2%
Prudential Health Care Plan, Inc.	3.4	2.7	27.8%	4.6	3.8	22.8%	244.0	252.0	-3.2%
Total Health Care		5.0			5.2			201.6	-
TriSource HealthCare, Inc., d/b/a Blue-Advantage	6.1	4.0	52.0%	6.6	4.4	49.1%	274.3	234.0	17.2%
HMOs Reporting Both Years	4.3	3.8	15.0%	5.4	4.6	17.7%	229.3	261.7	-12.4%

Note: Data for companies in italics includes the experience of members residing in the state of Kansas.

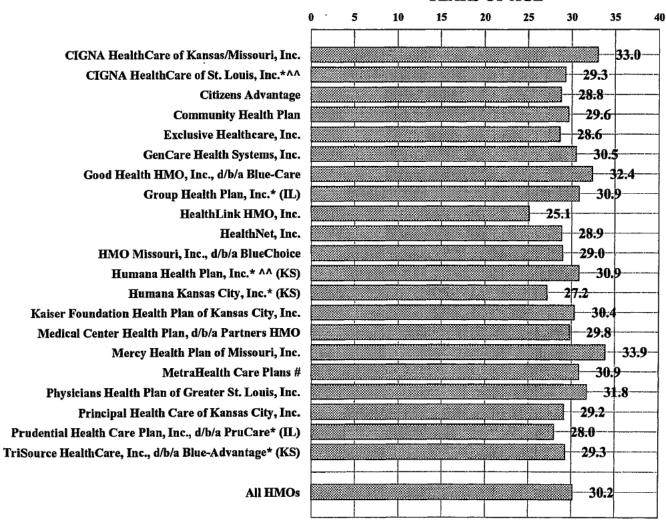
[^] Indicates encounter data provided to Missouri Consolidated Health Care Plan by HMOs submitting GHAA reports.

^{*} Indicates calculated ratios based on the Annual Supplement filing data which excludes ASO member months.

All data, unless indicated otherwise, are based on the Premiums, Enrollment and Utilization Table in the Annual Statement.

1995 MISSOURI COMMERCIAL ENROLLMENT DEMOGRAPHICS Average Age of Enrollees

YEARS OF AGE



^{*}Data includes demographics for HMO enrollees residing in states other than Missouri (e.g. KS or IL).

^{**}Demographic data were collected by 5 year age bands (i.e. 25-29, 30-34, etc.). The midpoint of each age band was utilized as the average age for members in each band.

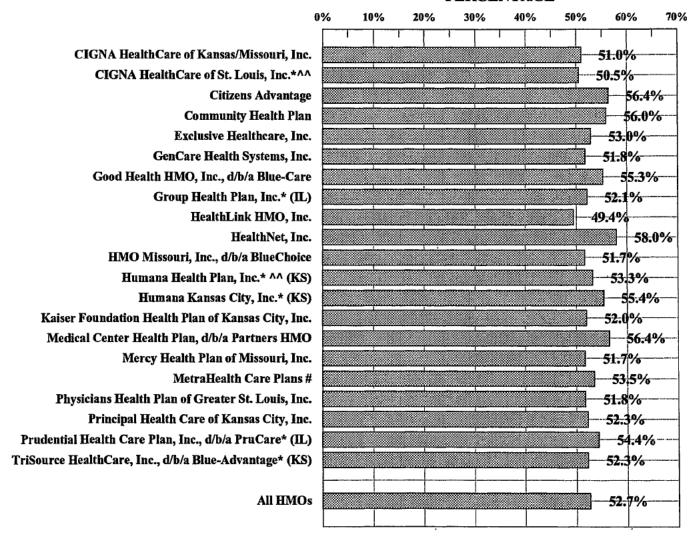
[#] Demographic data were combined for the two MetraHealth HMOs (MetraHealth Care Plan of Kansas City and MetraHealth Care Plan of St. Louis) active at vear end 1995.

^{^^}Data includes enrollment classified as administrative service only (ASO) members.

For additional demographic information on an HMOs' year end 1995 enrollment, refer to the profile section in the second half of the report.

1995 MISSOURI COMMERCIAL ENROLLMENT DEMOGRAPHICS Percentage of Female Enrollees

PERCENTAGE



^{*}Data includes demographics for HMO enrollees residing in states other than Missouri (e.g. KS or IL).

[#] Demographic data were combined for the two MetraHealth HMOs (MetraHealth Care Plan of Kansas City and MetraHealth Care Plan of St. Louis) active at year end 1995.

^{^^}Data includes enrollment classified as administrative service only (ASO) members.

For additional demographic information on an HMOs' year end 1995 enrollment, refer to the profile section in the second half of the report.

MISSOURI MEDICARE ENROLLMENT

	Medicare Er	Medicare Enrollment		Rank	Market Share		
ı	12/31/95	12/31/94	Change	1995	12/31/95	12/31/94	
GenCare Health Systems, Inc.	2,364			5	6.7%		
Good Health HMO, Inc., d/b/a Blue-Care, Inc.	1,253	217	477.4%	6	3.5%	0.6%	
Group Health Plan, Inc (Cost)	10,896	11,786	-7.6%	1	30.8%	33.3%	
Group Health Plan, Inc (Risk)	270			8	0.8%		
HMO Missouri, Inc., d/b/a BlueChoice	3,954			4	11.2%		
Humana Kansas City, Inc.	7,359	5,653	30.2%	3	20.8%	16.0%	
Kaiser Foundation Health Plan of Kansas City, Inc.	730	575	27.0%	7	2.1%	1.6%	
Physicians Health Plan of Greater St. Louis, Inc.	8,600	1,742	393.7%	2	24.3%	4.9%	
Total Health Care		4,000				11.3%	
All HMOs	35,426	23,973	47.8%				

Medicare HMO enrollment is divided into two categories: Medicare Risk and Medicare Cost.

Medicare risk members are those enrolled in an HMO plan which contracts with the Health Care Financing Administration (HCFA). The HMO accepts financial responsibility for utilization with payment made to the HMO on a capitated basis. Under the contract the enrollee must use the HMO's network of providers.

Medicare cost members are those enrolled in an HMO plan which contracts with HCFA to provide services and is reimbursed through interim monthly payments. The HMO accepts only limited risk on utilization within the plan. The enrollee may use providers outside the provider network of the HMO.

100% of Kaiser Foundation Health Plan of Kansas City's and 98% of Group Health Plan's year end 1995 Missouri Medicare enrollment are distinguished from the rest as Medicare cost plan participants.

MISSOURI MEDICARE MEMBERS UTILIZATION

	Physician Encounters Annualized		% Change	Ambulatory Encounters Annualized		% Change	Total Patient Days Per 1,000 Members		% Change
•	12/31/95^	12/31/94	Change	12/31/95^	12/31/94	Change	12/31/95^		Change
Good Health HMO, Inc., d/b/a Blue-Care, Inc.	10.4	7.6	36.8%	10.6	7.8	35.8%	1,163	851	36.8%
Group Health Plan, Inc (Cost)	6.5	5.9	10.7%	9.3	9.1	1.9%	1,916	1,902	0.8%
Group Health Plan, Inc (Risk)	8.9			13.0			974		
HMO Missouri, Inc., d/b/a BlueChoice	N/A			N/A			1,188		
Humana Kansas City, Inc.	11.7	7.3	60.0%	13.2	8.1	62.4%	1,444	1,386	4.2%
Kaiser Foundation Health.Plan of Kansas City, Inc	6.3	6.8	-6.7%	8.2	7.5	9.2%	503	N/A	
Physicians Health Plan of Greater St. Louis, Inc.	N/A	~ N/A		N/A	N/A		1,453	1,459	-0.4%
Total Health Care		6.8			13.5			2,257	
All HMOs Listed Above	8.2	7.6	7.2%	10.4	9.8	5.8%	1,606	1,859	-13.6%
HMOs Reporting Both Years	8.2	6.3	29.4%	10.4	8.7	19.1%	1,690	1,734	-2.5%

[^]Good Health HMO, Inc., d/b/a Blue-Care data as of 09/30/95 instead of 12/31/95.

Data for HMOs in italics include the experience of Medicare members residing in the state of Kansas.

All data are based on the Premiums, Enrollment and Utilization Table in the Annual Statements.

MISSOURI MEDICAID ENROLLMENT

	Medicaid Er	Medicaid Enrollment		e Rank	Market Share		
	12/31/95	12/31/94	Change	1995	12/31/95	12/31/94	
Alliance for Community Health, Inc., d/b/a Community Care	21,339			3	12.9%		
GenCare Health Systems, Inc.	19,384			4	11.7%		
Healthcare USA of Missouri LLC	47,388			1	28.6%	****	
Humana Health Plan, Inc.	11,692			7	7.1%		
Humana Kansas City, Inc.	558			9	0.3%		
Medical Center Health Plan, d/b/a Partners HMO	26,645			2	16.1%		
Mercy Health Plans of Missouri, Inc., d/b/a Premier Health Plans	8,445			8	5.1%		
Prudential Health Care Plan, Inc., d/b/a PruCare	16,747			5	10.1%		
Total Health Care		10,265				40.6%	
Truman Medical Center, Inc.	13,498	15,024	-10.2%	6	8.1%	59.4%	
All HMOs	165,696	25,289	555.2%				

Missouri Medicaid HMO Enrollment:

Medicaid is a health care provider for low-income people. Medicaid HMO enrollment information represents members enrolled under a prepaid contract between an HMO and the Missouri Department of Social Services, Division of Medical Services, the state agency administering medical assistance under a state plan approved under Title XIX of the Social Security Act. In the second half of 1995, the state implemented a mandatory managed care program in St. Louis that transferred the operation of Medicaid to managed care groups including health maintenance organizations. Called Managed Care Plus, or MC+, the plan has since expanded to the Kansas City and Mid-Missouri areas. It is predicted that by 1997 approximately 60% of the Missouri Medicaid population will be covered by an HMO. The MC+ plan covers Medicaid recipients who receive Aid to Families with Dependent Children, low-income pregnant women and children, and children in legal custody of the state. Excluded from the plan are Medicaid recipients who are elderly people, those eligible for both Medicare and Medicaid, people in nursing homes or other institutions, and persons living in geographic areas where HMOs are not available.

MISSOURI MEDICAID MEMBERS UTILIZATION

	Physician Ei Annual		% Change	Ambulatory Encounters Annualized		% Change	Total Patient Days Per 1,000 Members		% Change
	12/31/95	12/31/94	•	12/31/95	12/31/94		12/31/95	12/31/94	_
Alliance for Community Health, Inc.	1.2			2.9			387		
Healthcare USA of Missouri LLC	2.8			2.8			328		
Humana Health Plan, Inc.	1.1		,	1.3			187		
Humana Kansas City, Inc.	6.1*			7.4*			261		
Prudential Health Care Plan, Inc.	1.4			1.5			246		
Total Health Care		3.0			3.1		*	159	
Truman Medical Center, Inc.	2.2	1.4	57.1%	2.2	1.4	57.1%	519	544	-4.6%
All HMOs Listed Above	2.1	2.0	5.0%	2.4	2.1	14.3%	381	393	-3.1%

All data are based on the Premiums, Enrollment and Utilization Table in the Annual Statements.

GenCare Health Systems, Medical Center Health Plan, and Mercy Health Plans of Missouri did not complete the Medicaid utilization portion of the table.

^{*}The encounter statistics for Humana Kansas City may be skewed by the relatively small sample size (see previous page).

Humana Kansas City's statistics as of 09/30/96 indicate 2.4 and 3.2 annualized physician and ambulatory encounters respectively.

HEALTH MAINTENANCE ORGANIZATION FINANCIAL INFORMATION

The following tables and charts within this section describe the financial operations of the health maintenance organizations licensed and active in the state of Missouri in 1995.

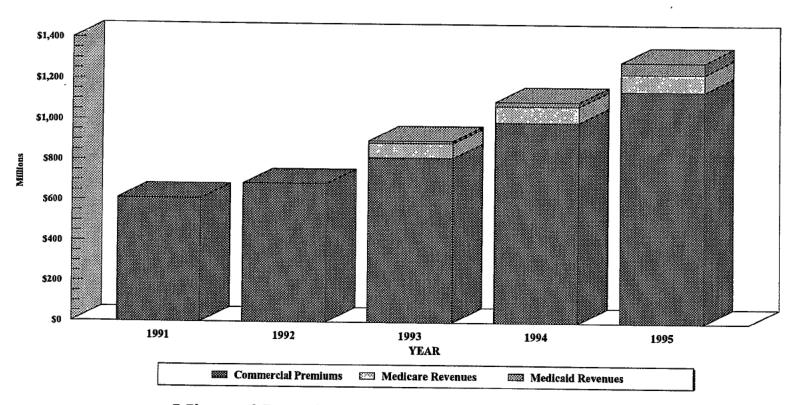
The first portion of the section pertains to the HMOs' Missouri market activities including: 1) total Missouri premium composition by payment category (commercial premiums, Medicare and Medicaid revenues) from 1991 to 1995; 2) Missouri market shares by HMO and holding company group; 3) commercial premiums per member per month (PMPM); and 4) complaint indices based on consumer complaints filed with the Missouri Department of Insurance. Commercial premium (group and individual contracts), Medicare, and Medicaid revenues are revenues recorded on a prepaid basis for the provision of contracted health services.

The second half of this section focuses on the HMOs' nationwide 1995 business experience, including results of Missouri operations. This second half illustrates the balance sheet and income statements of Missouri-licensed HMOs, along with detail tables showing the composition of total 1995 revenues and expenses as reported in the HMOs' 1995 annual statements, and 1995 revisions indicated in 1996 quarterly statements. Due to the consolidation of hospital and HMO financial data on annual statements for Citizens Advantage (Citizens Memorial Hospital) and Truman Medical Center, these two entities' data are set out separately.

In addition to the previously mentioned tables, the nationwide operations section also contains three tables which depict the business experience of the HMOs, as measured by a number of financial ratios, indicating the relative liquidity, efficiency, and performance of each HMO. Included in these indicators is the medical loss ratio which is commonly tracked as a measure of an HMO's health care expense management. Note that these ratios and indicators are dependent upon the model type, length of time in operation, and the accounting practices of an HMO. Where possible, adjustments have been made (and noted) in an effort to maintain data comparability. Though these ratios and indicators have been commonly accepted and often referred to in various industry analyses, no benchmarks or target values are referenced. The values shown for any one HMO, relative to another, is not meant to be interpreted, in any form, as an endorsement by the Missouri Department of Insurance. The information is intended to serve only as a basis for comparison, using commonly accepted industry measures.

YEAR END MISSOURI PREMIUM RELATED REVENUE TOTALS

COMMERCIAL (Group & Individual) PREMIUMS, MEDICARE and MEDICAID REVENUES



Missouri Premium Related Revenue Totals and % Changes

	1991	1992	% Change (1991-92)	1993	% Change (1992-93)	1994	% Change (1993-94)	1995	% Change (1994-95)
Medicaid Revenue	N/A	N/A		\$10,925,666		\$20,124,614	84%	\$56,643,192	181%
Medicare Revenue	N/A	N/A		\$72,662,966		\$79,954,535	10%	\$87,010,170	9%
Commercial Premium	\$611,938,662	\$686,349,423	12%	\$815,994,131	19%	\$993,290,034	22%	\$1,145,715,683	15%
Total Premiums/Revenues	\$611,938,662	\$686,349,423	12%	\$899,582,763	31%	\$1,093,369,183	22%	\$1,289,369,045	18%

Formula for calculating % changes = (Current Year Total - Previous Year Total) / Previous Year Total

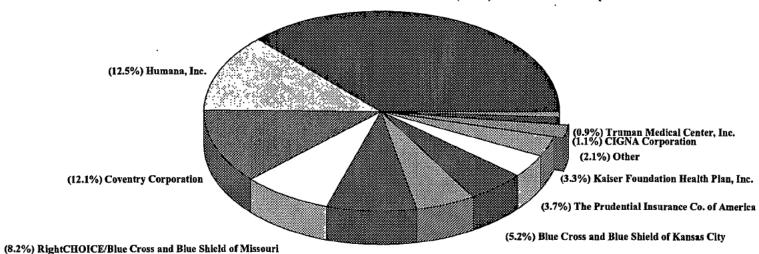
Note: The % change in Missouri premium related revenue totals may be significantly different than the % change in Missouri year end member totals shown on page 15.

Year end Missouri premium related revenue totals are amounts accumulated throughout the entire year, whereas Missouri member year end totals represent a number as of December 31 of that year. For example, the relatively large 555% increase in Medicaid enrollees from 1994 to 1995, indicated on page 15, corresponds to only a 181% increase in Medicaid revenue since nearly all of the increase in Medicaid membership occurred during the 3rd and 4th quarters of 1995.

TOTAL MISSOURI PREMIUM RELATED REVENUE SHARES BY HOLDING COMPANY GROUP

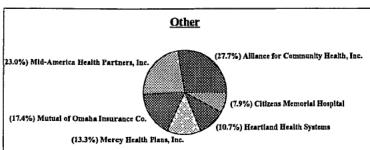
Total 1995 Missouri Premium = \$1,289,369,045

(37.2%) United HealthCare Corporation



(8.2%) Principal Mutual Life Insurance Co.

(5.5%) Barnes, Jewish, & St. Louis Children's Hospitals and Washington U.



Utimate Parent: HMO Affiliate(s)

United Health Care Corporation: GenCare Health Systems, Inc.; Physicians Health Plan of Greater St. Louis, Inc.; Metra Health Care Plan of KC, Inc.

Humana Inc.: Humana Kansas City, Inc.; Human Health Plan, Inc.

Coventry Corporation: Group Health Plan, Inc.; Healthcare USA of Missouri LLC

RightCHDICE/ Hue Cross and Hue Shield of Missouri: HMO Missouri, Inc., d/b/a BheChrice; HealthLink HMD, Inc. Principal Mutual Life Insurance Co.: Principal Health Care of Kansas City, Inc.; Principal Health Care of St. Louis, Inc.

Hue Cross and Hue Shield of Kansas City: TriSource HealthCare, Inc., dt/a Blue-Advantage; Good Health HMO, Inc., dt/a Blue-Care; EMA Selectcare, Inc.

Barnes, Jewish, & St. Louis Children's Hospitals, and Washington U.: Medical Center Health Plan db/a Partners HMO

The Prudential Insurance Co. of America: Prudential Health Care Plan, Inc., db/a PruCare Kaiser Foundation Health Plan, Inc.: Kaiser Foundation Health Plan of Kansas City, Inc. CIGNA Corporation: CIGNA Healthcare of St. Louis, Inc.; CIGNA Healthcare of KSMD, Inc.

Truman Medical Center, Inc.: Truman Medical Center, Inc.

Alliance for Community Health, Inc.: Alliance for Community Health, Inc.

Mid-America Health Partners, Inc.: HealthNet, Inc. Mutual of Omaha Insurance Co.: Exclusive Healthcare, Inc. Mercy Health Hans, Inc.: Mercy Health Plans of Missouri, Inc.

Heartland Health System: Community Health Plan Citizens Memorial Hospital: Citizens Advantage

TOTAL MISSOURI PREMIUM RELATED REVENUE SHARES BY HOLDING COMPANY GROUP*

Holding Company / Ultimate Parent	1995 Missouri Market Share	Missouri Commercial Premiums	Missouri Medicare Revenue	Missouri Medicaid Revenue	Total MO Premium Related Revenues	% Change in Total Premium Related Revenues (1994-95)**
United HealthCare Corporation	37.23%	\$450,412,271	\$23,920,211	\$5,653,885	\$479,986,367	27.6%
Humana, Inc.	12.53%	\$125,243,954	\$33,282,580	\$3,043,482	\$161,570,016	36.2%
Coventry Corporation	12.09%	\$126,002,106	\$15,551,812	\$14,344,551	\$155,898,469	7.5%
RightCHOICE / Blue Cross and Blue Shield of Missouri	8.23%	\$98,357,237	\$7,705,903	\$0	\$106,063,140	12.5%
Principal Mutual Life Insurance Co.	8.15%	\$105,087,304	. \$0	\$0	\$105,087,304	49.7%
Barnes, Jewish, & St.Louis Children's Hospitals and Washington U.	5.46%	\$62,063,940	\$0	\$8,356,617	\$70,420,557	17.2%
Blue Cross and Blue Shield of Kansas City	5.22%	\$61,703,139	\$5,632,014	- \$0	\$67,335,153	-41.9% (24%**)
The Prudential Insurance Co. of America	3.74%	\$44,746,386	\$0	\$3,510,770	\$48,257,156	37.6%
Kaiser Foundation Health Plan, Inc.	3.28%	\$41,371,376	\$917,650	\$0	\$42,289,026	-1.0%
CIGNA Corporation	1.07%	\$13,856,970	\$0	\$0	\$13,856,970	-8.9%
Truman Medical Center, Inc.	0.92%	\$0	\$0	\$11,817,558	\$11,817,558	-2.0%
Alliance for Community Health, Inc.	0.58%	\$0	\$0	\$7,414,694	\$7,414,694	
Mid-America Health Partners, Inc.	0.48%	\$6,170,100	\$0	\$0	\$6,170,100	192.0%
Mutual of Omaha Insurance Co.	0.36%	\$4,666,539	\$0	\$0	\$4,666,539	-9.3%
Mercy Health Plans, Inc.	0.28%	\$1,071,513	\$0	\$2,501,635	\$3,573,148	
Heartland Health Systems	0.22%	\$2,853,285	\$0	\$0	\$2,853,285	
Citizens Memorial Hospital	0.16%	\$2,109,563	\$0	\$0	\$2,109,563	91.0%
Totals		\$1,145,715,683	\$87,010,170	\$56,643,192	\$1,289,369,045	17.9% (25%**)

Note: Market shares based on the holding company's percentage of total 1995 Missouri premiums as reported in the HMO subsidiaries' 1995 Annual Statements, Schedule N.

^{*} Table representative of parent company and affiliates as of 08/96. In September of 1995, the Missouri Department of Insurance approved United HealthCare Corporation's (UHC's) purchase of Metra Health Inc.'s Kansas City subsidiary while requiring UHC to sell Metra Health Inc.'s St. Louis subsidiary.

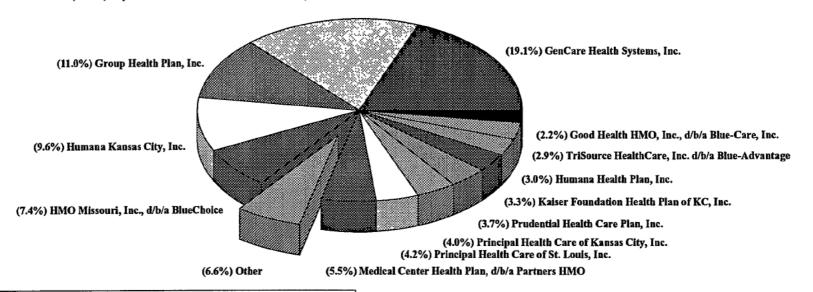
In March of 1996, MetraHealth Care Plan of St. Louis, Inc. was sold to Principal Mutual Life Insurance Company and renamed Principal Health Care of St. Louis, Inc. In the above chart, the 1995 Missouri premium total of Principal Health Care of St. Louis, Inc. is included in the total for Principal Mutual Life Insurance Company.

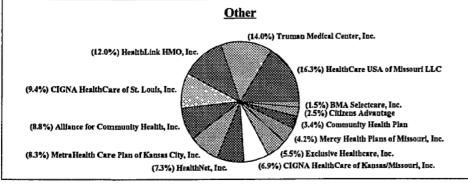
^{**}The % change shown in parentheses excludes Total Health Care, Inc.'s 1994 Missouri premium total of \$61,552,109. The former affiliate of Blue Cross and Blue Shield of Kansas City relinquished it certificate of authority to operate as an HMO in 1995, and was reorganized as a product line of the parent company.

TOTAL MISSOURI PREMIUM RELATED REVENUE SHARES BY HMO

Total 1995 Missouri Premium = \$1,289,369,045

(17.6%) Physicians Health Plan of Greater St. Louis, Inc.





TOTAL MISSOURI PREMIUM RELATED REVENUE SHARES BY HMO

	Missouri Market Share	Missouri Commercial Premiums	Missouri Medicare Revenue	Missouri Medicaid Revenue	Total MO Premium Related Revenues	% Change in Premium Related Revenues (1994-95)
GenCare Health Systems, Inc.	19.12%	\$236,078,250	\$4,819,454	\$5,653,885	\$246,551,589	11.5%
Physicians Health Plan of Greater St. Louis, Inc.	17.56%	\$207,313,205	\$19,100,757	\$0	\$226,413,962	51.8%
Group Health Plan, Inc.	11.02%	\$126,002,106	\$15,551,812	\$593,883	\$142,147,801	-1.9%
Humana Kansas City, Inc.	9.57%	\$90,004,760	\$33,282,580	\$74,424	\$123,361,764	9.1%
HMO Missouri, Inc., d/b/a BlueChoice	7.44%	\$88,226,542	\$7,705,903	\$0	\$95,932,445	6.5%
Medical Center Health Plan, d/b/a Partners HMO	5.46%	\$62,063,940	\$0	\$8,356,617	\$70,420,557	17.18%
Principal Health Care of St. Louis, Inc.	4.16%	\$53,619,520	\$0	\$0	\$53,619,520	16.1%
Principal Health Care of Kansas City, Inc.	3.99%	\$51,467,784	\$0	\$0	\$51,467,784	114.5%
Prudential Health Care Plan, Inc., d/b/a PruCare	3.74%	\$44,746,386	\$0	\$3,510,770	\$48,257,156	37.6%
Kaiser Foundation Health Plan of Kansas City, Inc.	3.28%	\$41,371,376	\$917,650	\$0	\$42,289,026	-1.0%
Humana Health Plan, Inc.	2.96%	\$35,239,194	\$0	\$2,969,058	\$38,208,252	587.0%
TriSource HealthCare, Inc., d/b/a Blue-Advantage	2.94%	\$37,868,840	\$0	\$0	\$37,868,840	30.0%
Good Health HMO, Inc., d/b/a Blue-Care, Inc.	2.19%	\$22,588,031	\$5,632,014	\$0	\$28,220,045	27.0%
HealthCare USA of Missouri LLC	1.07%	\$0	\$0	\$13,750,668	\$13,750,668	
Truman Medical Center, Inc.	0.92%	\$0	\$0	\$11,817,558	\$11,817,558	-2.0%
HealthLink HMO, Inc.	0.79%	\$10,130,695	\$0	\$0	\$10,130,695	143.0%
CIGNA HealthCare of St. Louis, Inc.	0.62%	\$7,994,850	\$0	\$0	\$7,994,850	-12.0%
Alliance for Community Health, Inc.	0.58%	\$0	\$0	\$7,414,694	\$7,414,694	
MetraHealth Care Plan of Kansas City, Inc.	0.54%	\$7,020,816	\$0	\$0	\$7,020,816	22.7%
HealthNet, Inc.	0.48%	\$6,170,100	\$0	\$0	\$6,170,100	192.0%
CIGNA HealthCare of Kansas/Missouri, Inc.	0.45%	\$5,862,120	\$0	\$0	\$5,862,120	-4.2%
Exclusive Healthcare, Inc.	0.36%	\$4,666,539	\$0	\$0	\$4,666,539	-9.3%
Mercy Health Plans of Missouri, Inc.	0.28%	\$1,071,513	\$0	\$2,501,635	\$3,573,148	
Community Health Plan	0.22%	\$2,853,285	\$0	\$0	\$2,853,285	
Citizens Advantage	0.16%	\$2,109,563	\$0	\$0	\$2,109,563	91.0%
BMA Selectcare, Inc.	0.10%	\$1,246,268	\$0	\$0	\$1,246,268	-57.5%
ALL HMOs		\$1,145,715,683	\$87,010,170	\$56,643,192	\$1,289,369,045	17.9%

December 1996

MISSOURI COMMERCIAL PREMIUMS / PREMIUMS PMPM

	Commercial F Per Member P		Percentage Change	Comm Premium		Percentage Change
	12/31/95	12/31/94		12/31/95	12/31/94	- Lange
BMA Selectcare, Inc.	\$116.19	\$100.91	15.1%	\$4,446,159	\$8,507,786	-47.7%
CIGNA HealthCare of Kansas/Missouri, Inc.^	\$149.40	\$101.56	47.1%	\$5,862,120	\$6,119,588	-4,2%
CIGNA HealthCare of St. Louis, Inc.^	\$132.81	\$136.18	-2.5%	\$8,064,040	\$9,083,850	-11.2%
Citizens Advantage	\$95.63	\$86.43	10.6%	\$2,109,563	\$1,104,749	91.0%
Community Health Plan	\$107.59			\$2,853,285		
Exclusive Healthcare, Inc.	\$114.34	\$120.58	-5.2%	\$4,755,192	\$5,142,646	-7.5%
**GenCare Health Systems, Inc.^	\$112.12	\$109.30	2.6%	\$241,553,636	\$221,193,136	9.2%
Good Health HMO, Inc., d/b/a Blue-Care, Inc.	\$134.48	\$122.18	10.1%	\$22,854,227	\$21,877,390	4.5%
**Group Health Plan, Inc.	\$118.52	\$134.98	-12.2%	\$125,575,308	\$121,641,588	3.2%
HealthLink HMO, Inc.	· \$111.97	\$115.42	-3.0%	\$10,130,695	\$4,169,520	143.0%
HealthNet, Inc.	\$129.33	\$123.34	4.9%	\$10,276,189	\$6,022,427	70.6%
**HMO Missouri, Inc., d/b/a BlueChoice^	\$115.46	\$133.43	-13.5%	\$92,597,089	\$90,082,900	2.8%
Humana Health Plan, Inc.	\$114.75	\$114.30	0.4%	\$35,239,194	\$5,561,712	533.6%
Humana Kansas City, Inc.	\$125.34	\$135.43	-7.5%	\$90,004,761	\$86,116,648	4.5%
Kaiser Foundation Health Plan of Kansas City, Inc.	\$126.77	\$130.86	-3.1%	\$67,983,131	\$67,695,655	0.4%
Medical Center Health Plan, dba Partners HMO	\$114.94	\$121.55	-5.4%	\$62,063,940	\$60,093,925	3.3%
Mercy Health Plans of Missouri, Inc.	\$94.55		****	\$1,071,513		
MetraHealth Care Plan of Kansas City, Inc.	\$124.30	\$122.88	1.2%	\$7,020,816	\$5,721,334	22,7%
Physicians Health Plan of Greater St. Louis, Inc.	\$107.41	\$108.61	-1.1%	\$205,889,726	\$142,093,349	44.9%
**Principal Health Care of Kansas City, Inc.^	\$114.66	\$121.82	-5.9%	\$67,925,084	\$23,997,593	183.0%
Principal Health Care of St. Louis, Inc.	\$145.67	\$136.44	6.8%	\$53,619,520	\$46,201,014	16.1%
Prudential Health Care Plan, Inc.^	\$120.57	\$121.12	-0.5%	\$43,791,986	\$35,059,260	24.9%
Total Health Care		\$175.61			\$41,990,293	
TriSource HealthCare, Inc., d/b/a Blue-Advantage	\$121.65	\$125.35	-2.9%	\$37,916,949	\$29,137,174	30.1%
ALL HMOs	\$118.96	\$121.01	-1.7%	\$1,203,604,123	\$1,038,613,537	15.9%

Note: Data for companies in italics includes the experience of members residing in the state of Kansas.

Therefore, totals differ slightly from those shown on Missouri market share tables shown on previous pages.

^{**}Indicates the premium PMPM is calculated based on Annual Statement Supplement filing. All other data elements are based on the earned premiums reported in the Premiums, Enrollment and Utilization Table in the Annual Statements. The Missouri market share table on page 37 used Schedule N of the Annual Statement as the data source which may result in slight differences between the two commercial premium amounts shown for an HMO.

[^] Indicates administrative service only (ASO) member months have been excluded from the premium per member per month (PMPM) calculation.

MISSOURI-LICENSED HMOs

RESULTS
of
NATIONWIDE
OPERATIONS

December 1996

BALANCE SHEET ITEMS

Note: Due to the consolidation of hospital and HMO financial data on annual statements for Citizens Advantage (Citizens Memorial Hospital) and Truman Medical Center, these two entities' data are set out separately.

- A. % Missouri Business = Reported Missouri premium related revenues relative to reported total nationwide premium related revenues. Premium related revenue includes commercial premiums, Medicare and Medicaid revenues recorded on a prepaid basis for the provision of contracted health services.
- B. Total Cash & Short Term Investments Cash on hand and investments maturing in one year or less, excluding cash restricted for statutory insolvency reserve requirements or held for contract reserves (e.g. Medicaid grants).
- C. Total Premiums Receivable Gross amounts collectible for services rendered, excluding fee-for-service.
- D. Total Admitted Assets Permitted assets determined in accordance with statutory requirements.

 Includes: Cash; premiums receivable; investment income receivable; health care receivables; short-term & long-term investments; amounts due from affiliates; property & equipment; and aggregate write-ins for other assets.
- E. Total Accounts & Claims Payable = Accounts Payable + Claims Payable + Accrued Medical Incentive Pool
 - 1. Accounts Payable Amounts due to creditors for purchased goods and services, excluding amounts due to health care providers.
 - 2. Claims Payable Claims recorded as payables & IBNR losses. IBNR (Incurred But Not Reported) losses are estimates of incurred claims for which the HMO is liable but the specific amount of liability remains to be determined.
 - 3. Accrued Medical Incentive Pool Portion of utilization savings designated to be shared with providers.
- F. Total Liabilities All obligations, determined in accordance with state statutes, for which an HMO is financially responsible.
 - Includes: Accounts payable; total unpaid claims; unearned premium; loans & notes payable; amounts due to affiliates; and aggregate write-ins for other liabilities.
- G. Tangible Net Worth = Total Admitted Assets Total Liabilities (G = D F)

1995 BALANCE SHEET ITEMS Nationwide Operations*

Health Maintenance Organizations Licensed & Active in Missouri in 1995	A % MO Business	B Total Cash & Short Term Investments	C Total Premiums Receivable	D Total Admitted Assets	E Total Accounts & Claims Payable	F Total Liabilities	G Tangible Net Worth (D-F)
Alliance for Community Health, Inc.	100%	\$253,376	\$2,381,920	\$3,063,253	\$3,300,633	\$3,300,633	(\$237,380)
BMA Selectcare, Inc.	28%	\$39,847	\$20,701	\$1,582,114	\$490,086	\$508,317	\$1,073,797
CIGNA HealthCare of Kansas/Missouri, Inc.	17%	\$12,555,645	\$1,621,987	\$23,875,186	\$5,274,895	\$14,030,245	\$9,844,941
CIGNA HealthCare of St. Louis, Inc.	65%	\$6,928,420	\$232,044	\$7,954,031	\$1,478,761	\$3,541,159	\$4,412,872
Community Health Plan	100% .	\$1,016,856		\$2,600,257	\$1,030,384	\$1,198,750	\$1,401,507
Exclusive Healthcare, Inc.	6%	\$6,977,840	\$2,313,424	\$20,772,011	\$10,265,296	\$14,366,016	\$6,405,995
GenCare Health Systems, Inc.	91%	\$17,886,860	\$10,531,351	\$121,738,316	\$63,178,737	\$45,517,650	\$76,220,666
Good Health HMO, Inc., d/b/a Blue-Care, Inc.	76%	\$2,731,079	\$1,788,676	\$23,902,753	\$6,433,178	\$8,380,772	\$15,521,981
Group Health Plan, Inc.	69%	\$749,440	\$5,044,448	\$39,268,548	\$20,168,769	\$34,398,135	\$4,870,413
HealthCare USA of Missouri LLC	100%	\$4,018,895	\$4,436,473	\$11,464,515		\$6,881,702	\$4,582,813
HealthLink HMO, Inc.	100%	\$2,190,665	\$450,121	\$4,450,970	\$1,810,041	\$1,933,614	\$2,517,356
HealthNet, Inc.	58%	\$2,783,973	\$66,422	\$3,541,775	\$2,067,325	\$2,287,116	\$1,254,659
HMO Missouri, Inc., d/b/a BlueChoice	100%	\$13,575,883	\$8,719,298	\$39,904,865	\$19,773,515	\$29,155,377	\$10,749,488
Humana Health Plan, Inc.	4%	\$52,516,884	\$33,016,659	\$270,859,469	\$113,991,509	\$156,437,881	\$114,421,588
Humana Kansas City, Inc.	75%	\$18,695,725	\$865,318	\$51,768,705	\$21,497,716	\$46,905,778	\$4,862,927
Kaiser Foundation Health Plan of Kansas City, Inc.	61%	\$620,756	\$3,158,871	\$22,272,604	\$5,856,603	\$12,697,998	\$9,574,606
Medical Center Health Plan, d/b/a Partners HMO	100%	\$8,972,064	\$5,513,211	\$30,068,679	\$15,059,267	\$26,081,803	\$3,986,876
Mercy Health Plans of Missouri, Inc.	100%	\$4,305,802	\$792,262	\$8,355,810	\$2,536,356	\$3,041,831	\$5,313,979
MetraHealth Care Plan of Kansas City, Inc.	60%	\$5,420,581		\$6,111,974	\$1,869,552	\$2,063,185	\$4,048,789
Physicians Health Plan of Greater St. Louis, Inc.	98%	\$9,240,977	\$10,136,421	\$40,926,340	\$30,506,219	\$36,320,254	\$4,606,086
Principal Health Care of Kansas City, Inc.	100%	\$17,642,743	\$2,762,769	\$34,877,131	\$12,050,594	\$16,626,419	\$18,250,712
Principal Health Care of St. Louis, Inc.	68%	\$34,279,203		\$35,136,409	\$6,938,435	\$11,491,706	\$23,644,703
Prudential Health Care Plan, Inc., d/b/a PruCare	2%	\$90,232,110	\$141,654,362	\$605,572,499	\$262,117,636	\$431,425,305	\$174,147,194
TriSource HealthCare, Inc., d/b/a Blue-Advantage	73%	\$7,091,725	\$1,561,594	\$22,973,614	\$13,339,970	\$14,349,792	\$8,623,822
All HMOs Listed Above	28%	\$320,727,349	\$237,068,332	\$1,433,041,828	\$627,275,401	\$922,941,438	\$510,100,390
HMOs with MO% of Business > 60%**	92%	\$155,621,050	\$58,374,777	\$506,838,774	\$233,068,654	\$303,886,558	\$202,952,216
HMOs Combined w/Hospital Operations Data*						•	
Citizens Advantage (Citizens Memorial Hospital)	100%	\$115,584	¢1 559	\$17,198,589	\$624,836,595	\$1 <i>1 66</i> 0 700	\$2,537,801
Truman Medical Center, Inc.	100%	\$1,778,858	\$1,558	\$155,593,254		\$14,660,788	
Truman Medical Center, inc.	100%	Ф1,770,038		\$133,373,234	\$624,836,595	\$50,791,453	\$104,801,801

^{*} See note at top of previous page. Because of accounting and data reporting methods, Citizens Advantage and Truman Medical Center are not directly comparable to the other HMOs.

^{**} Excludes BMA Selectcare, CIGNA HealthCare of Kansas/Missouri, Exclusive HealthCare, HealthNet, Humana Health Plan, and Prudential Health Care Plan.

INCOME STATEMENT ITEMS

Note: Due to the consolidation of hospital and HMO financial data on annual statements for Citizens Advantage (Citizens Memorial Hospital) and Truman Medical Center, these two entities' data is set out separately.

- A. Total Premium Related Revenue Total commercial premiums, Medicare and Medicaid revenues recorded by nationwide business operations on a prepaid basis for the provision of contracted health services.
- **B.** Missouri % of "A" = Reported Missouri premium related revenues relative to reported total nationwide premium related revenues.
- C. Total Revenue

Includes: Premium related revenue; fee-for-service revenue; investment revenue; and aggregate write-ins for other revenues.

D. Total Medical & Hospital Expense

Includes: Physician services; other professional services; outside referrals; emergency room & out-of-area; occupancy, depreciation and amortization; inpatient; incentive pool adjustments; aggregate writeins; and reinsurance expenses, **LESS** copayments; coordination of benefits; and subrogation.

E. Total Administration Expense

Includes: Compensation; loan interest expense; occupancy, depreciation & amortization; marketing; and aggregate write-ins for other administration expenses.

- F. Income (Loss) = Total Revenue Total Medical & Hospital Expense Total Administration Expense
- G. Federal Income Taxes Federal income taxes paid for the year.
- H. Net Income (Loss) Income adjusted for extraordinary items and federal income taxes paid.
 - 1. Extraordinary Items Nonrecurring gains or losses which are unrelated to or only incidentally related to the ordinary activities of the entity.

1995 INCOME STATEMENT ITEMS Nationwide Operations*

Health Maintenance Organizations Licensed & Active in Missouri in 1995	A Total Premium Related Revenue	B MO % of "A"	c Total Revenue	D Total Medical & Hospital Expense	E Total Administration Expense	F Income (Loss) (B-C-D)	G Federal Income Taxes	H Net Income (Loss)
Alliance for Community Health, Inc.	\$7,414,694	100%	\$7,430,875	\$6,117,298	\$2,462,276	(\$1.149.600)		
BMA Selectcare, Inc.	\$4,446,159	28%	\$4,577,962	\$3,877,824	\$1,086,458	(\$1,148,699) (\$386,320)	(61.42.500)	(\$1,148,699)
CIGNA HealthCare of Kansas/Missouri, Inc.	\$34,679,409	17%	\$56,577,011	. \$42,341,619	\$1,688,032	, ,	(\$143,500)	(\$242,820)
CIGNA HealthCare of St. Louis, Inc.	\$12,324,176	65%	\$19;105,290	\$9,009,086	\$7,073,921	(\$452,640) \$3,022,283	(\$497,678)	\$45,038
Community Health Plan	\$2,853,285	100%	\$2,990,886	\$3,121,289	\$1,537,118	(\$1,667,521)	\$1,060,107	\$1,962,176
Exclusive Healthcare, Inc.	\$74,839,785	6%	\$73,820,282	\$71,592,536	\$1,537,118	(\$1,476,666)		(\$1,667,521)
GenCare Health Systems, Inc.	\$272,313,289	91%	\$281,513,108	\$219,996,318	\$43,450,597	\$18,066,193	es 002 c02	(\$11,748,641)
Good Health HMO, Inc., d/b/a Blue-Care, Inc.	\$37,108,648	76%	\$38,559,443	\$30,527,123	\$2,122,580	\$5,909,740	\$5,923,602 \$2,404,500	\$12,142,591
Group Health Plan, Inc.	\$205,384,626	69%	\$210,214,011	\$185,385,607	\$24,830,449	(\$2,045)	\$2,404,500	\$3,505,240
HealthCare USA of Missouri LLC	\$13,750,668	100%	\$13,858,766	\$11,690,690	\$2,162,262	\$5,814	(\$41,848)	\$39,803
HealthLink HMO, Inc.	\$10,130,695	100%	\$10,476,300	\$8,692,145	\$1,051,881	\$732,273	\$1,989	\$3,825
HealthNet, Inc.	\$10,351,266	58%	\$10,751,030	\$8,867,360	\$3,701,124		(\$197.620)	\$732,273
HMO Missouri, Inc., d/b/a BlueChoice	\$95,932,445	100%	\$102,447,208	\$76,553,388	\$26,861,544	(\$1,817,454)	(\$187,630)	(\$1,629,824)
Humana Health Plan, Inc.	\$1,075,485,097	4%	\$1,089,751,605	\$899,811,666	\$126,033,469	\$63,906,470	\$1,793,872	(\$2,761,596)
Humana Kansas City, Inc.	\$165,020,292	75%	\$174,019,842	\$148,038,607	\$23,194,483	\$2,786,752	\$19,331,683	\$44,574,787
Kaiser Foundation Health Plan of Kansas City, Inc.	\$69,585,634	61%	\$71,162,047	\$56,302,781	\$13,120,385	\$1,738,881	\$301,055	\$2,485,697
Medical Center Health Plan, d/b/a Partners HMO	\$70,731,806	100%	\$72,055,931	\$60,057,014	\$11,335,426	\$663,491		\$1,738,881
Mercy Health Plans of Missouri, Inc.,	\$3,573,148	100%	\$3,798,877	\$3,428,865	\$4,056,033	(\$3,686,021)	******	\$663,491
MetraHealth Care Plan of Kansas City, Inc.	\$11,662,965	60%	\$11,964,433	\$9,239,486	\$1,805,833	\$919,114	9222 500	(\$3,686,021)
Physicians Health Plan of Greater St. Louis, Inc.	\$226,413,962	98%	\$228,387,613	\$189,075,085	\$38,553,521	\$759,007	\$322,500	\$596,614
Principal Health Care of Kansas City, Inc.	\$67,925,084	100%	\$74,480,124	\$63,118,911	\$16,342,055	(\$4,980,842)	\$63,000	\$696,007
Principal Health Care of St. Louis, Inc.	\$54,563,360	68% .	\$56,289,655	\$38,031,712	\$7,165,112		(\$3,483,493)	(\$1,497,349)
Prudential Health Care Plan, Inc., d/b/a PruCare	\$2,042,808,523	2%	\$2,084,280,960	\$1,766,445,697	\$331,348,399	\$11,092,831	\$3,870,947	\$7,221,884
TriSource HealthCare, Inc., d/b/a Blue-Advantage	\$52,036,938	73%	\$68,945,040	\$64,050,400	\$6,899,531	(\$13,513,136)	(\$921,531)	(\$12,591,605)
				Ψ04,030,400	φυ,699,331 	(\$2,004,891)		(\$2,004,891)
All HMOs Listed Above	\$4,621,335,954	28%	\$4,767,458,299	\$3,975,372,507	\$724,586,901	\$67,498,890	\$29,797,575	\$37,429,340
HMOs with MO% of Business > 60%**	\$1,378,725,715	92%	\$1,447,699,449	\$1,182,435,805	\$234,025,007	\$31,238,636	\$12,216,231	\$19,022,405
HMOs Combined w/Hospital Operations Data* Citizens Advantage (Citizens Memorial Hospital) Truman Medical Center, Inc.	\$2,109,563 \$11,817,558	100% 100%	\$27,692,209 \$157,019,860	\$27,404,647 \$119,808,992	\$371,254 \$24,686,480	(\$83,692)		(\$83,692)
		,•	Ψ157,017,000	. \$117,000,772	\$24,686,489	\$12,524,379		\$12,524,379

^{*} See note at top of previous page. Because of accounting and data reporting methods, Citizens Advantage and Truman Medical Center are not directly comparable to the other HMOs.

** Excludes BMA Selectcare, CIGNA HealthCare of Kansas/Missouri, Exclusive Healthcare, HealthNet, Humana Health Plan, and Prudential Health Care Plan.

REVENUES BY CATEGORY

Note: Due to the consolidation of hospital and HMO financial data on annual statements for Citizens Advantage (Citizens Memorial Hospital) and Truman Medical Center, these two entities' data are set out separately.

- A. Total Commercial Premiums Revenue recognized on a prepaid basis from individuals and groups for provision of a specified range of health services over a defined period of time, excluding unearned premiums which are payments booked in advance of the period to which it applies.
- B. Total Medicare Revenue Revenue for services provided to Medicare beneficiaries per arrangement with the Health Care Financing Administration.
- C. Total Medicaid Revenue Revenue for services provided to Medicaid beneficiaries per arrangement with the Missouri Department of Social Services, Division of Medical Services, the state agency administering medical assistance under a state plan approved under Title XIX of the Social Security Act.
- D. Total Premium Related Revenue (A+B+C) Total commercial premiums, Medicare and Medicaid revenues recorded by nationwide business operations on a prepaid basis for the provision of contracted health services.
- E. Missouri % of "D" = Reported Missouri premium related revenues relative to reported total nationwide premium related revenues.
- F. Total Fee-for-Service Revenue Revenue from the provision of health services to non-HMO members and to members for services not covered by their benefit plan.
- G. Total Investment Revenue Revenue from investment, deposit, and reserve accounts.
- H. Total Aggregate Write-ins for Other Revenues
 Includes: Examples such as administrative service fees, grants, and gains (losses) in affiliate earnings.
- I. Total Revenue (I=D+F+G+H) = Commercial Premiums + Medicare Revenue + Medicaid Revenue + Feefor-Service Revenue + Investment Revenue + Aggregate Write-ins for Other Revenues

1995 REVENUES BY CATEGORY Nationwide Operations*

Health Maintenance Organizations Licensed & Active in Missouri in 1995	A Total Commercial Premiums	B Total Medicare Revenue	C Total Medicaid Revenue	D Total Premium Related Rev. (A+B+C)	E MO % of "D"	F Total Fee-For- Service	G Total Investment Revenue	H Total Aggregate Write-ins	I Total Revenue (D+F+G+H)
Alliance for Community Health, Inc.			\$7,414,694	\$7,414,694	100%		\$16,181	-	\$7,430,875
BMA Selectcare, Inc.	\$4,446,159			\$4,446,159	28%		\$131,803		\$4,577,962
CIGNA HealthCare of Kansas/Missouri, Inc.	\$34,737,154	(\$57,745)		\$34,679,409	17%	\$12,447,927	\$715,514	\$8,734,161	\$56,577,011
CIGNA HealthCare of St. Louis, Inc.	\$12,324,176		******	\$12,324,176	65%		\$411,249	\$6,369,865	\$19,105,290
Community Health Plan	\$2,853,285			\$2,853,285	100%		\$137,601		\$2,990,886
Exclusive Healthcare, Inc.	\$73,579,665		\$1,260,120	\$74,839,785	6%		\$335,910	(\$1,355,413)	\$73,820,282
GenCare Health Systems, Inc.	\$261,839,950	\$4,819,454	\$5,653,885	\$272,313,289	91%		\$5,065,298	\$4,134,521	\$281,513,108
Good Health HMO, Inc., d/b/a Blue-Care, Inc.	\$31,147,639	\$5,961,009		\$37,108,648	76%		\$1,450,795		\$38,559,443
Group Health Plan, Inc.	\$182,291,422	\$22,499,321	\$593,883	\$205,384,626	69%	\$2,485,949	\$665,194	\$1,678,242	\$210,214,011
HealthCare USA of Missouri LLC			\$13,750,668	\$13,750,668	100%		\$108,098		\$13,858,766
HealthLink HMO, Inc.	\$10,130,695			\$10,130,695	100%		\$147,135	\$198,470	\$10,476,300
HealthNet, Inc.	\$10,276,189		\$75,077	\$10,351,266	58%		\$139,444	\$260,320	\$10,751,030
HMO Missouri, Inc., d/b/a BlueChoice	\$88,226,542	\$7,705,903		\$95,932,445	100%		\$1,737,233	\$4,777,530	\$102,447,208
Humana Health Plan, Inc.	\$786,014,046	\$280,316,445	\$9,154,606	\$1,075,485,097	4%	\$2,899,529	\$7,768,909	\$3,598,070	\$1,089,751,605
Humana Kansas City, Inc.	\$114,624,244	\$50,267,774	\$128,274	\$165,020,292	75%	\$7,603,968	\$1,386,976	\$8,606	\$174,019,842
Kaiser Foundation Health Plan of Kansas City, Inc.	\$67,983,131	\$1,602,503		\$69,585,634	61%	\$220,541	\$36,974	\$1,318,898	\$71,162,047
Medical Center Health Plan, d/b/a Partners HMO	\$62,375,189		\$8,356,617	\$70,731,806	100%	*****	\$1,324,125		\$72,055,931
Mercy Health Plans of Missouri, Inc.	\$1,071,513		\$2,501,635	\$3,573,148	100%			\$225,729	\$3,798,877
MetraHealth Care Plan of Kansas City, Inc.	\$11,662,965			\$11,662,965	60%		\$301,468		\$11,964,433
Physicians Health Plan of Greater St. Louis, Inc.	\$207,313,205	\$19,100,757		\$226,413,962	98%	******	\$1,473,695	\$499,956	\$228,387,613
Principal Health Care of Kansas City, Inc.	\$67,925,084			\$67,925,084	100%		\$1,678,871	\$4,876,169	\$74,480,124
Principal Health Care of St. Louis, Inc.	\$54,563,360			\$54,563,360	68%		\$1,726,295		\$56,289,655
Prudential Health Care Plan, Inc., d/b/a PruCare	\$1,840,090,196	\$63,499,489	\$139,218,838	\$2,042,808,523	2%	\$17,530,160	\$17,499,596	\$6,442,681	\$2,084,280,960
TriSource HealthCare, Inc., d/b/a Blue-Advantage	\$51,926,013		\$110,925	\$52,036,938	73%	\$15,814,741	\$1,093,361		\$68,945,040
All HMOs Listed Above	\$3,977,401,822	\$455,714,910	\$188,219,222	\$4,621,335,954	28%	\$59,002,815	\$45,351,725	\$41,767,805	\$4,767,458,299
HMOs with MO% of Business > 60%**	\$1,228,258,413	\$111,956,721	\$38,510,581	\$1,378,725,715	92%	\$26,125,199	\$18,760,549	\$24,087,986	\$1,447,699,449
HMOs Combined w/Hospital Operations Data* Citizens Advantage (Citizens Memorial Hospital)	\$2,109,563			\$2,109,563	100%	\$24,754,401	\$286,244	\$542,001	\$27,692,209
Truman Medical Center, Inc.	-		\$11,817,558	\$11,817,558	100%	\$77,738,821	\$3,819,785	\$63,643,696	\$157,019,860

^{*} See note at top of previous page. Because of accounting and data reporting methods, Citizens Advantage and Truman Medical Center are not directly comparable to the other HMOs.

^{**} Excludes BMA Selectcare, CIGNA HealthCare of Kansas/Missouri, Exclusive Healthcare, HealthNet, Humana Health Plan, and Prudential Health Care Plan.

December 1996

MEDICAL & HOSPITAL EXPENSES

Note: Due to the consolidation of hospital and HMO financial data on annual statements for Citizens Advantage (Citizens Memorial Hospital) and Truman Medical Center, these two entities' data are set out separately.

- A. Total Physician Services Expenses for physician services under a salary, capitated, or fee-for-service basis.
- B. Total Outside Referrals Expenses for servicing providers not in the HMO's designated provider network.
- C. Total Inpatient Expenses for hospital costs of routine and ancillary services provided to HMO members.
- **D.** Total Other Medical & Hospital Other professional services; emergency room & out of area; occupancy, depreciation, and amortization; incentive pool and withhold adjustments; and aggregate write-in expenses.
 - 1. Other Professional Services Compensation & Benefits to non-physician providers of medical services.
 - **2. Emergency Room & Out-of-Area -** Emergency room and out-of-area emergency service costs for which the HMO is financially responsible.
 - 3. Occupancy, Depreciation, & Amortization Depreciation and amortization expenses related to medical service delivery.
 - **4. Incentive Pool and Withhold Adjustments -** Debits and credits associated with physician withholds retained by the HMO and amounts due providers under shared utilization savings arrangements.
 - 5. Aggregate Write-ins for Other Medical & Hospital Expenses e.g. pharmacy and outpatient expenses.
- E. Reinsurance Net of Recoveries "Stop-loss" insurance net of recoveries.
- F. Total Copayments The portion of medical costs paid by HMO members to servicing providers. The payment may be a flat amount per service, or a percentage of each dollar of covered medical costs.
- G. Total COB and Subrogation Income earned from coordination of benefits (reimbursements for benefits covered by other insurers) and subrogation (the substitution of one creditor for another).
- H. Total Medical & Hospital Expenses = A + B + C + D + E F G
- I. Missouri % of "H" = The percentage of total medical & hospital expenses incurred for Missouri members.

1995 MEDICAL & HOSPITAL EXPENSES

Nationwide Operations*

Health Maintenance Organizations Licensed & Active in Missouri in 1995	A Total Physician Services	B Total Outside Referrals	C Total Inpatient	D Total Other Medical & Hospital	E Reinsurance Net of Recoveries	F Total Copayments	G Total COB and Subrogation	H I Total Medical & Hospital Expense MO % (A+B+C+D+E-F-G) of "H"
Alliance for Community Health, Inc.	\$1,369,715	\$423,801	\$2,215,083	\$2,108,699		*****		\$6,117,298 100%
BMA Selectcare, Inc.	\$1,206,030		\$1,835,811	\$835,983			******	\$3,877,824 28%
CIGNA HealthCare of Kansas/Missouri, Inc.	\$12,171,692		\$9,578,081	\$23,056,989	\$48,075	\$1,349,410	\$1,163,808	\$42,341,619 14%
CIGNA HealthCare of St. Louis, Inc.	\$3,433,891		\$2,008,245	\$4,507,655	(\$352,283)		\$588,422	\$9,009,086 65%
Community Health Plan	\$975,707	\$15,103	\$942,743	\$1,130,643	\$57,093			\$3,121,289 100%
Exclusive Healthcare, Inc.	\$42,717,277		\$15,103,728	\$14,667,183	\$393,170		\$1,288,822	\$71,592,536 6%
GenCare Health Systems, Inc.	\$90,552,664		\$44,646,019	\$84,576,221	\$221,414			\$219,996,318 94%
Good Health HMO, Inc., d/b/a Blue-Care, Inc.	\$9,930,664		\$9,097,438	\$11,520,543	(\$21,522)			\$30,527,123 77%
Group Health Plan, Inc.	\$39,605,966	\$30,361,346	\$41,664,530	\$83,239,122	\$695,288	\$9,845,750	\$334,895	\$185,385,607 69%
HealthCare USA of Missouri LLC	\$1,225,298	\$9,514	\$4,151,115	\$6,304,763	*****			\$11,690,690 100%
HealthLink HMO, Inc.	\$3,338,020		\$3,589,869	\$1,866,093		\$82,511	\$19,327	\$8,692,145 100%
HealthNet, Inc.	\$1,268,179	\$1,857,898	\$3,251,472	\$2,751,873	(\$107,984)		\$154,078	\$8,867,360 N/A
HMO Missouri, Inc., d/b/a BlueChoice	\$20,390,236	\$29,347	\$22,918,663	\$32,373,222	\$841,920			\$76,553,388 100%
Humana Health Plan, Inc.	\$344,910,032	\$2,996,284	\$252,781,180	\$304,244,474	\$420,496	\$2,178,615	\$3,362,185	\$899,811,666 4%
Humana Kansas City, Inc.	\$78,605,687	\$2,280,623	\$40,321,089	\$26,831,208	\$514,493	\$4,331	\$510,162	\$148,038,607 75%
Kaiser Foundation Health Plan of Kansas City, Inc.	\$18,518,404	\$10,397,671	\$10,550,205	\$20,674,174	\$66,269	\$3,173,804	\$730,138	\$56,302,781 N/A
Medical Center Health Plan, d/b/a Partners HMO	\$47,169,585		\$14,825,308	\$2,081,795	\$1,645,192	\$3,732,876	\$1,931,990	\$60,057,014 100%
Mercy Health Plans of Missouri, Inc.			N/A	\$3,418,044	\$10,821		******	\$3,428,865 N/A
MetraHealth Care Plan of Kansas City, Inc.	\$3,922,313		\$2,445,292	\$3,195,117	(\$323,236)			\$9,239,486 61%
Physicians Health Plan of Greater St. Louis, Inc.	\$69,294,772		\$45,312,735	\$73,899,166	\$568,412			\$189,075,085 100%
Principal Health Care of Kansas City, Inc.	\$30,793,030	\$5,274,442	\$16,046,013	\$15,766,741	(\$19,870)		\$4,741,445	\$63,118,911 67%
Principal Health Care of St. Louis, Inc.	\$18,789,869		\$7,571,717	\$11,798,598	(\$128,472)			\$38,031,712 99%
Prudential Health Care Plan, Inc., d/b/a PruCare	\$616,767,692	\$207,911,952	\$406,801,821	\$588,892,224		\$40,293,827	\$13,634,165	\$1,766,445,697 2%
TriSource HealthCare, Inc., d/b/a Blue-Advantage	\$24,814,781		\$19,134,553	\$19,874,397	\$226,669			\$64,050,400 71%
All HMOs Listed Above	\$1,481,771,504	\$261,557,981	\$976,792,710	\$1,339,614,927	\$4,755,945	\$60,661,124	\$28,459,437	\$3,975,372,507
HMOs with MO% of Business > 60%**	\$462,730,602	\$48,791,847	\$287,440,617	\$405,166,201	\$4,002,188	\$16,839,272	\$8,856,379	\$1,182,435,805
HMOs Combined w/Hospital Operations Data*								
Citizens Advantage (Citizens Memorial Hospital)	\$760,347	\$178,942	\$614,766	\$26,039,608	\$57,776	\$212,771	\$34,02 1	\$27,404,647 100%
Truman Medical Center, Inc.	\$21,643,758		\$24,833,115	\$73,332,119				\$119,808,992 100%

^{*} See note at top of previous page. Because of accounting and data reporting methods, Citizens Advantage and Truman Medical Center are not directly comparable to the other HMOs. ** Excludes BMA Selectcare, CIGNA HealthCare of Kansas/Missouri, Exclusive HealthCare, HealthNet, Humana Health Plan, and Prudential Health Care Plan.

LIQUIDITY INDICATORS

Liquidity indicators are used to measure the HMO's ability to maintain adequate cash balances to meet short-term obligations.

- A. Months in Operation reflects the learning curve associated with the mastery of HMO operations by management and staff. Less mature plans tend to have higher costs due to start up and inexperience.
- B. Current Ratio = Current Assets / Current Liabilities
- C. Total Cash to Claims & Payables = (Cash + Short Term Investments + Premium Receivables)

 / (Total Unpaid Claims + Accounts Payable)

 The ability of a plan to pay its accounts payable with available cash.
- D. % Change in "C" (1994-95) = (1995 Cash to Claims & Payables 1994 Cash to Claims & Payable) / 1994 Cash to Claims & Payables
- E. Days Cash on Hand =

 (Total Cash + Short Term Investments) / (Total Medical & Hospital Expenses per day*)

 The number of days the HMO could cover operating expenses with the current amount of available cash.
- F. Total Unpaid Claims / Total Revenue Total unpaid claims as a percentage of total revenue offers an early alarm to potential claim management problems in an HMO. Financial difficulties are indicated by an increasing claims to revenue ratio and a decreasing cash to claims & payable ratio.
- G. % Change in "F" (1994-95) =
 (1995 Total Unpaid Claims to Total Revenue 1994 Total Unpaid Claims to Total Revenue)
 / 1994 Total Unpaid Claims to Total Revenue
- * Expenses per day expenses divided by the number of days in operation during 1995, i.e. 365 days for all HMOs except Alliance for Community Health, HealthCare USA of Missouri LLC, and Mercy Health Plans of Missouri.

1995 LIQUIDITY INDICATORS

Nationwide Operations*

Health Maintenance Organizations Licensed & Active in Missouri in 1995	A Months in Operation	B Current Ratio	C Total Cash to Claims & Payables	D % Change in "C" (1994-95)	E Days Cash on Hand	F Total Unpaid Claims / Total Revenue	G % Change in "F" (1994-95)
Alliance for Community Health, Inc.	6	79.8%	79.8%		6.3	40.1%	
BMA Selectcare, Inc.	48	247.3%	12.4%	-38.4%	3.8	9.7%	-51.5%
CIGNA HealthCare of Kansas/Missouri, Inc.	136	128.8%	268.8%	32.3%	108.2	8.5%	-14.8%
CIGNA HealthCare of St. Louis, Inc.	119	207.5%	484.2%	46.3%	280.7	7.7%	-14.7%
Community Health Plan	16	85.1%	98.7%		118.9	33.1%	
Exclusive Healthcare, Inc.	92	117.1%	90.5%	7.3%	35.6	13.8%	-13.7%
GenCare Health Systems, Inc.	125	80.0%	45.0%	-79.4%	29.7	14.2%	15.7%
Good Health HMO, Inc., d/b/a Blue-Care, Inc.	84	82.3%	70.3%	-11.4%	32.7	16.1%	8.1%
Group Health Plan, Inc.	122	42.1%	28.7%	-50.5%	1.5	7.3%	-1.4%
HealthCare USA of Missouri LLC	5	149.4%	135.5%		57.4	44.2%	
HealthLink HMO, Inc.	35	190.6%	145.9%	-23.7%	92.0	16.9%	-10.1%
HealthNet, Inc.	102	140.2%	137.9%	3.7.7%	114.6	18.7%	-30.2%
HMO Missouri, Inc., d/b/a BlueChoice	97	87.5%	112.8%	-46.6%	64.7	12.6%	9.6%
Humana Health Plan, Inc.	148	83.2%	75.0%	-26.5%	21.3	10.3%	-2.7%
Humana Kansas City, Inc.	108	49.3%	91.0%	-17.7%	46.1	11.4%	41.3%
Kaiser Foundation Health Plan of Kansas City, Inc.	156	147.4%	64.5%	-15.4%	4.0	7.1%	-2.7%
Medical Center Health Plan, d/b/a Partners HMO	94	68.9%	96.2%	-10.9%	54.5	20.6%	-4.2%
Mercy Health Plans of Missouri, Inc.	12	169.0%	201.0%		267.5	57.2%	
MetraHealth Care Plan of Kansas City, Inc.	108	281.7%	289.9%	289.5%	214.1	15.6%	4.7%
Physicians Health Plan of Greater St. Louis, Inc.	118	56.4%	63.5%	88.0%	17.8	12.5%	-4.4%
Principal Health Care of Kansas City, Inc.	90	162.2%	169.3%	15.5%	102.0	16.1%	3.5%
Principal Health Care of St. Louis, Inc.	113	300.3%	494.0%	21.9%	322.3	12.3%	-36.7%
Prudential Health Care Plan, Inc., d/b/a PruCare	245	63.4%	88.5%	15.4%	18.6	11.9%	-7.8%
TriSource HealthCare, Inc., d/b/a Blue-Advantage	46	122.2%	64.9%	-63.0%	40.4	18.8%	10.1%
All HMOs Listed Above		78.1%	88.9%	-14.3%	29.4	11.9%	2.4%
HMOs with MO% of Business > 60% **		92.2%	91.8%	-11.5%	47.8	13.2%	13.8%

^{*}Due to the staff model type and accounting practices, Citizen Advantage and Truman Medical Center are not directly comparable and not included.

^{**} Excludes BMA Selectcare, CIGNA HealthCare of Kansas/Missouri, Exclusive HealthCare, HealthNet, Humana Health Plan, and Prudential Health Care Plan.

EFFICIENCY INDICATORS

Efficiency - The ability of an organization to act or produce effectively with a minimum of waste, expense or unnecessary effort. Efficiency indicators show the effectiveness of premium collection, claim payment processes, and the organization's ability to generate equity on the balance sheet or surplus on the income statement.

- A. Months in Operation reflects the learning curve associated with the mastery of HMO operations by management and staff. Less mature plans tend to have higher costs due to start up and inexperience.
- B. Net Income = Total Revenue less Total Expenses adjusted for Federal income taxes and extraordinary items.
 - 1. Extraordinary Items Nonrecurring gains or losses which are unrelated to or only incidentally related to the ordinary activities of the entity.
- C. % Change in Net Income = (1995 Net Income 1994 Net Income) / absolute value of 1994 Net Income
- D. Tangible Net Worth = Total Admitted Assets Total Liabilities.
- E. % Change in Tangible Net Worth = (1995 Tangible Net Worth 1994 Tangible Net Worth)

 / absolute value of 1994 Tangible Net Worth
- F. Days in Receivables = Total Premiums Receivable / Total Premium Related Revenue per day*

 Indicates the number of days of premium revenue that a health plan has due from its members. This ratio tracks how quickly premiums are collected.
- G. Days in Unpaid Claims = Total Claims Payable / Total Medical & Hospital Expenses per day*

 Indicates the number of days of member claims a health plan has due to providers. This ratio considers all of the reported claims from providers; physicians, hospitals, and other health care professionals.
- * Revenue and expenses per day revenue and expenses divided by the number of days in operation during 1995, i.e. 365 days for all HMOs except Alliance for Community Health, HealthCare USA of Missouri LLC, and Mercy Health Plans of Missouri.

1995 EFFICIENCY INDICATORS

Nationwide Operations*

Health Maintenance Organizations Licensed & Active in Missouri in 1995	A Months in Operation	B Net Income	C % Change in Net Income (1994-95)	D Tangible Net Worth	E % Change in Net Worth (1994-95)	F Days in Receivables	G Days in Unpaid Claims
Alliance for Community Health, Inc.	6	(\$1,148,699)					
BMA Selectcare, Inc.	48	(\$242,820)		(\$237,380) \$1,073,797		48.8	74.0
CIGNA HealthCare of Kansas/Missouri, Inc.	136	\$45,038	101.0%		-18.4%	1.7	42.0
CIGNA HealthCare of St. Louis, Inc.	119	\$1,962,176	93.6%	\$9,844,941	11.5%	17.1	40.7
Community Health Plan	16	(\$1,667,521)		\$4,412,872	16.4%	6.9	57.7
Exclusive Healthcare, Inc.	92	(\$1,748,641)		\$1,401,507	104.604	0.0	115.6
GenCare Health Systems, Inc.	125	\$12,142,591	-144.3% -45.7%	\$6,405,995	184.6%	11.3	49.9
Good Health HMO, Inc., d/b/a Blue-Care, Inc.	84	\$3,505,240		\$76,220,666	24.4%	14.1	50.2
Group Health Plan, Inc.	122	\$39,803	-18.8%	\$15,521,981	29.2%	17.6	69.8
HealthCare USA of Missouri LLC	5	•	-90.7%	\$4,870,413	-35.3%	9.0	27.9
HealthLink HMO, Inc.	35	\$3,825	207.00/	\$4,582,813		53.9	87.4
HealthNet, Inc.	102	\$732,273	207.0%	\$2,517,356	14.7%	16.2	66.4
HMO Missouri, Inc., d/b/a BlueChoice	97	(\$1,629,824)	22.5%	\$1,254,659	172.2%	2.3	74.6
Humana Health Plan, Inc.	148	(\$2,761,596)	-132.3%	\$10,749,488	-25.0%	33.2	55.3
Humana Kansas City, Inc.	148	\$44,574,787	107.5%	\$114,421,588	-3.6%	11.2	45.1
Kaiser Foundation Health Plan of Kansas City, Inc.		\$2,485,697	-21.1%	\$4,862,927	-53.3%	1.9	47.0
Medical Center Health Plan, d/b/a Partners HMO	156 94	\$1,738,881	101.4%	\$9,574,606	79.3%	16.6	32.8
Mercy Health Plans of Missouri, Inc.		\$663,491	-54.2%	\$3,986,876	-12.4%	28.5	90.0
MetraHealth Care Plan of Kansas City, Inc.	12	(\$3,686,021)		\$5,313,979		47.2	135.0
Physicians Health Plan of Greater St. Louis, Inc.	108	\$596,614	1235.5%	\$4,048,789	17.6%	0.0	64.4
Principal Health Care of Kansas City, Inc.	118	\$696,007	-55.9%	\$4,606,086	1.7%	16.3	13.1
-	90	(\$1,497,349)	-318.4%	\$18,250,712	70.1%	14.8	152.8
Principal Health Care of St. Louis, Inc.	113	\$7,221,884	191.6%	. \$23,644,703	57.4%	0.0	113.5
Prudential Health Care Plan, Inc., d/b/a PruCare	245	(\$12,591,605)	-149.4%	\$174,147,194	-24.5%	25.3	44.8
TriSource HealthCare, Inc., d/b/a Blue-Advantage	46	(\$2,004,891)	-471.8%	\$8,623,822	-25.6%	11.0	73.7
All HMOs Listed Above		\$37,429,340	-54.5%	\$510,100,390	-3.5%	18.7	47.7
HMOs with MO% of Business > 60% **		\$19,022,405	-59.2%	\$202,952,216	21.7%	15.4	54.0

^{*}Due to the staff model type and accounting practices, Citizen Advantage and Truman Medical Center are not directly comparable and not included.

^{**} Excludes BMA Selectcare, CIGNA HealthCare of Kansas/Missouri, Exclusive HealthCare, HealthNet, Humana Health Plan, and Prudential Health Care Plan.

December 1996

PERFORMANCE INDICATORS

Performance - The ability of an organization to assume responsibilities and carry them through to completion. Performance indicators note the experience of an HMO in attaining commonly accepted standards of operation in relation to finances, enrollment, and utilization. The most often referenced indicator of HMOs' performance is the percentage of total premiums and related revenues which go to cover total medical and hospital expenses. This percentage is called the Medical Loss Ratio (MLR). As presented below, the plan wide MLR is defined as total medical & hospital expenses divided by total earned premium related revenues (including Medicare and Medicaid revenue) plus Fee-for-Service (FFS) revenue. Therefore, the plan wide MLR includes an HMO's experience in all states the HMO was active in during 1995. Another ratio which is often referenced is the percentage of earned premiums and revenues required to cover benefits incurred during the period for which coverage was purchased. This ratio is called the Loss Ratio (LR). As presented below, the Missouri LR is defined as total Missouri benefits incurred divided by total earned Missouri premium related revenues.

- A. 1995 Missouri Loss Ratio (LR) =
 Total Missouri Benefits Incurred / Total Earned Missouri Premium Related Revenue
- B. % Change in "A" (1994-95) = (1995 Missouri LR 1994 Missouri LR) / 1994 Missouri LR
- C. 1995 Plan Wide Medical Loss Ratio (MLR) =
 Total Medical & Hospital Expenses / Total Earned Premium Related Revenue + Fee-For-Service Revenue
- D. % Change in "C" (1994-95) = (1995 Plan Wide MLR 1994 Plan Wide MLR) / 1994 Plan Wide MLR

Premium Revenue and Medical Expenses Per Member Per Month - Alternatively, premium revenue and medical expenses can be expressed as amounts per member per month (PMPM). Measuring medical expenses on a PMPM basis is important when comparing expense patterns to budgeted values or to prior period values. However, these values are highly dependent upon the enrollment size, model type of the HMO, and length of time in operation.

- E. Total Plan Wide Member Months A member month is equivalent to one member from whom the HMO has recognized prepaid premium revenue for one month.
- F. Premium Related + FFS Revenues PMPM =
 (Total Earned Premium Related + Fee-For-Service Revenues) / Total Plan Wide Member Months
- G. Medical & Hospital Expense PMPM =
 Total Medical & Hospital Expense / Total Plan Wide Member Months

1995 PERFORMANCE INDICATORS

Nationwide Operations

Health Maintenance Organizations Licensed & Active in Missouri in 1995	A 1995 Missouri Loss Ratio	B % Change in "A" (1994-95)	C 1995 Plan Wide Medical Loss Ratio	D % Change in "C" (1994-95)	E Total Plan Wide Member Months*	F Premium Related + FFS Revenues PMPM	G Medical & Hospital Expense PMPM
Alliance for Community Health, Inc. #	82.5%		82.5%		70,262	\$105.53	\$87.06
BMA Selectcare, Inc.	87.2%	27.6%	87.2%	8.6%	38,266	\$116.19	\$101.34
*CIGNA HealthCare of Kansas/Missouri, Inc.	97.8%	9.7%	89.8%	-0.1%	366,016	\$128.76	\$115.68
CIGNA HealthCare of St. Louis, Inc.	73.1%	-8.3%	73.1%	-8.6%	93,672	\$131.56	\$96.18
Community Health Plan #	109.4%		109.4%		26,521	\$107.59	\$117.69
Exclusive Healthcare, Inc.	95.6%	4.5%	95.7%	-0.1%	698,460	\$107.15	\$102.50
*GenCare Health Systems, Inc.	81.5%	2.4%	78.9%	0.3%	2,425,733	\$115.00	\$90.69
Good Health HMO, Inc., d/b/a Blue-Care	82.3%	22.7%	82.3%	22.7%	258,666	\$143.46	\$118.02
Group Health Plan, Inc.	80.0%	-12.7%	89.2%	1.0%	1,533,038	\$135.59	\$120.93
Healthcare USA of Missouri LLC#	85.0%		85.0%		144,749	\$95.00	\$80.77
HealthLink HMO, Inc.	85.8%	-1.2%	85.8%	-1.2%	90,480	\$111.97	\$96.07
HealthNet, Inc.	85.7%	0.8%	85.7%	0.8%	80,415	\$128.72	\$110.27
*HMO Missouri, Inc., d/b/a BlueChoice	79.8%	7.3%	79.8%	7.3%	823,702	\$116.46.	\$92.94
Humana Health Plan, Inc.	86.0%	4.3%	83.4%	1.9%	7,595,203	\$141.98	\$118.47
Humana Kansas City, Inc.	90.4%	8.6%	85.8%	1.9%	1,025,080	\$168.40	\$144.42
Kaiser Foundation Health Plan of Kansas City, Inc.	82.5%	2.1%	82.5%	2.1%	551,341	\$124.65	\$102.87
Medical Center Health Plan, d/b/a Partners HMO	83.9%	-3.2%	84.9%	-2.2%	648,989	\$108.99	\$92.54
Mercy Health Plans of Missouri, Inc. #	95.7%		96.0%		38,870	\$91.93	\$88.21
MetraHealth Care Plan of Kansas City, Inc.	83.5%	-10.1%	79.2%	-8.6%	93,961	\$124.13	\$98.33
Physicians Health Plan of Greater St. Louis, Inc.	83.5%	1.9%	83.5%	1.9%	1,971,860	\$114.82	\$95.89
*Principal Health Care of Kansas City, Inc.	97.7%	21.3%	92.9%	4.9%	602,964	\$112.65	\$104.68
Principal Health Care of St. Louis, Inc.	74.8%	-7.6%	71.1%	-7.8%	375,027	\$145.49	\$103.50
Prudential Health Care Plan, Inc., d/b/a PruCare	83.8%	11.1%	85.7%	2.5%	15,971,304	\$129.00	\$110.60
TriSource HealthCare, Inc., d/b/a Blue-Advantage	119.2%	9.9%	94.4%	5.9%	450,919	\$150.47	\$142.04
All HMOs Listed Above	84.5%	2.1%	84.9%	2.1%	35,975,498	\$130.25	\$110.54
HMOs with MO% of Business > 60% **	84.4%	1.7%	83.9%	1.8%	11,225,834	\$125.64	\$105.44

[#] First year of business operations.

^{*} Total plan wide member months adjusted by excluding ASO related member months when calculating revenue and medical expenses on per member per month (PMPM) basis.

^{**} Excludes BMA Selectcare, CIGNA HealthCare of Kansas/Missouri, Exclusive HealthCare, HealthNet, Humana Health Plan, and Prudential Health Care Plan.

NOTE: For companies in italics, the Missouri medical loss ratio includes the experience of members residing in Kansas, or Illinois in the case of Principal Health Care of St. Louis.

Due to the staff model type and accounting practices, Citizen Advantage and Truman Medical Center are not directly comparable and not included.

HEALTH MAINTENANCE ORGANIZATION PROFILES

Alliance for Community Care, Inc., d/b/a Community Care
BMA Selectcare, Inc
CIGNA HealthCare of Kansas/Missouri, Inc
CIGNA HealthCare of St. Louis, Inc
Citizens Advantage
Community Health Plan81
Exclusive Healthcare, Inc
GenCare Health Systems, Inc91
Good Health HMO, Inc., d/b/a Blue-Care, Inc
Group Health Plan, Inc
Healthcare USA of Missouri LLC
HealthLink HMO, Inc
HealthNet, Inc
HMO Missouri, Inc., d/b/a BlueChoice
Humana Health Plan, Inc
Humana Kansas City, Inc
Kaiser Foundation Health Plan of Kansas City, Inc
Medical Center Health Plan, d/b/a Partners HMO141
Mercy Health Plans of Missouri, Inc., d/b/a Premier Health Plans
MetraHealth Care Plan of Kansas City, Inc
Physicians Health Plan of Greater St. Louis, Inc
Principal Health Care of Kansas City, Inc
Principal Health Care of St. Louis, Inc
Prudential Health Care Plan, Inc, d/b/a PruCare
TriSource HealthCare, Inc., d/b/a Blue-Advantage
Truman Medical Center, Inc

Alliance for Community Health, Inc., dba Community Care

Alliance for Community Health, Inc., dba Community Care, A Healthcare Partnership

3920 Lindell Blvd., Suite 100 St. Louis, MO 63108 314/454-0055 or 314/361-1669 State of Domicile: Missouri

An affiliated company of: Alliance for Community Health, Community CarePlus

Incorporated: March 5, 1986
Admitted to Missouri: June 27, 1995
Federally qualified: N/A
Accredited: N/A
Model type: IPA

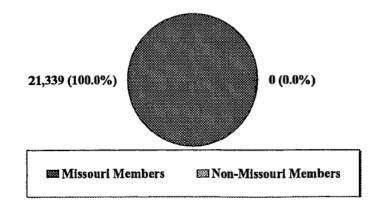
YEAR-END 1995 OFFICERS

President: Betty Jean Kerr Secretary: Julian Mosley Chief Financial Officer: Myrtle H. Davis 1st Vice President: Robert Massie 2nd Vice President: Jerry W. Paul

1995 MISSOURI ENROLLMENT

Total Missouri member months for the year:
70,262
Missouri members at end of year:
21,339

1995 TOTAL ENROLLMENT



YEAR-END 1995 DIRECTORS or TRUSTEES

Betty Jean Kerr, Julian Mosley Myrtle H. Davis, Robert Massie Jerry W. Paul, William Douthit Ann Harris, Herman Noah Jean Thomas, M.D., Glynn McFadden

SERVICE AREA OPERATIONS DATA

Number of hospitals contracted with: 20
Total number of participating physicians: 740

MISSOURI COUNTIES IN SERVICE AREA

As of August 1, 1996 Franklin, Jefferson, St. Charles, St. Louis, St. Louis City



ALLIANCE for COMMUNITY HEALTH, INC., d/b/a COMMUNITY CARE

NOTES TO FINANCIAL STATEMENTS¹

1. Organization and Operation

The Alliance for Community Health, Inc. d/b/a Community CarePlus (Plan) contracted with the State of Missouri Department of *Social Services* to provide HMO coverage for Medicaid population for the State of Missouri. Under the contract, the Plan began to receive Medicaid HMO qualified enrollees in September 1995.

The Plan and Deaconess Health Systems (DHS), Family Care Health Center (FCHC), Peoples Health Center (PHC), and St. Louis Comprehensive Health Care (SLCHC) have common officers and members of their respective governing boards. The Plan contracts with Managed Care Solutions (MCS) in Phoenix, Arizona to provide all administrative services including claims processing, client services, medical management, information services, and financial reporting. Effective March 1, 1996 MCS will only provide information system and claims processing support.

2. Risk Sharing

The Plan contracts with independent professional associations (IPA) to provide medical services to their members. The Plan pays capitations or negotiated fees for services provided by the physicians. The Plan and IPAs have entered into risk sharing agreements. Generally, under the terms of the agreement, the total capitation received from the State is reduced by an administrative percentage with the remaining portion placed into risk pools for each physician group. Capitation and FFS (fee-for-service) payments are then subtracted from the risk pools with the remaining balance due to/from the physician group.

3. Related Parties

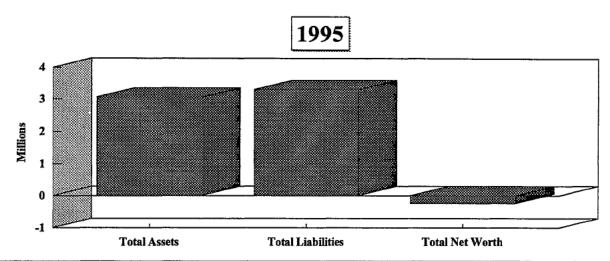
DHS, FCHC, PHC, and SLCHC are major providers of service to enrollees of the Plan. The major portion of services provided by DHS, FCHC, PHC, and SLCHC are paid for at a standard rate per enrollees, called a capitation. Deaconess Health Systems is also reimbursed on a fee for services basis for hospital charges.

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¹Excerpts quoted from the Statement as of December 31, 1995 of the Alliance for Community Health, Inc., d/b/a Community Care. Italicized text indicates unquoted text added for clarification.

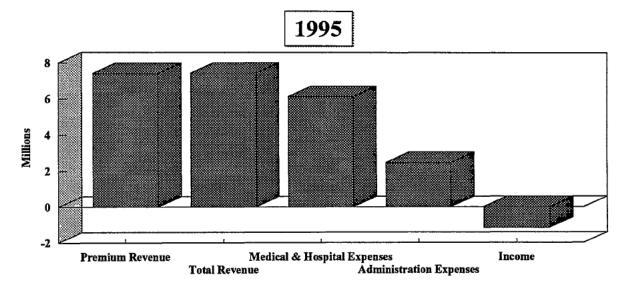
Alliance for Community Health, Inc.

Balance Sheet Items



Item	1995
Total Assets	\$3,063,253
Total Liabilities	\$3,300,633
Total Net Worth	(\$237,380)

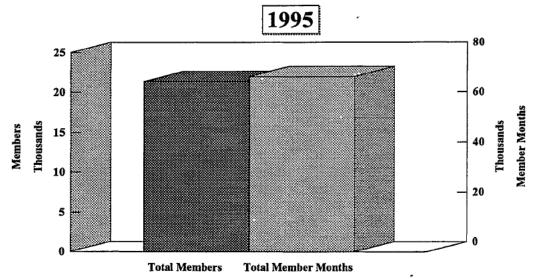
Income Statement Items



Item	1995		
Premium Revenue	\$7,414,694		
Total Revenue	\$7,430,875		
Medical & Hospital Expenses	\$6,117,298		
Administration Expenses	\$2,462,276		
Income	(\$1,148,699)		

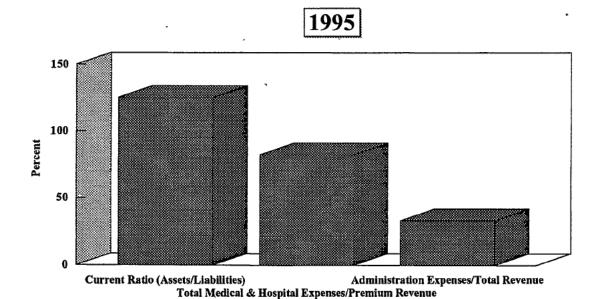
Alliance for Community Health, Inc.





Item	1995
Total Members	21,339
Total Member Months	70,262

Formulas



Item	1995		
Current Ratio (Assets/Liabilities)	125.2%		
Total Medical & Hospital Expenses / Premium Revenue	82.5%		
Administration Expenses / Total Revenue	33.1%		

December 1996

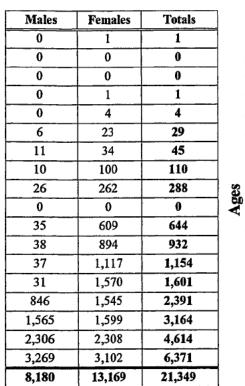
Alliance for the Community Health, Inc.

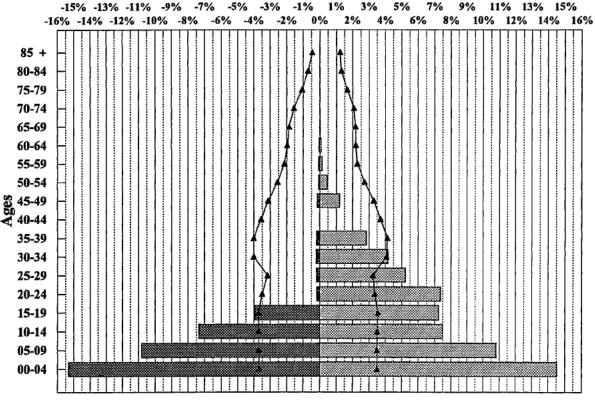
1995 Enrollment Demographics

Note: The following enrollment chart and table depicts the demographic composition of Alliance for Community Health enrollees, all of whom are Medicaid recipients.

Average Age of Enrollees = 13.0

Percentage of Female Enrollees = 61.7%





■ % of Male HMO members

■ % Female HMO Members

▲ 1995 Total Missouri Population %s

BMA Selectcare, Inc. P.O. Box 419458 Kansas City, MO 64141 816/753-8000

State of Domicile: Missouri

An affiliated company of: Blue Cross Blue Shield of Kansas City

Incorporated: April 1, 1991
Admitted to Missouri: December 3, 1991
Federally qualified: N/A
Accredited: N/A

Model type: IPA

1995 YEAR-END OFFICERS

President: Richard Preston Krecker Secretary: Michael Trent Marcotte Chief Financial Officer: Charles Gary Deanhardt Other Officers: Larry Kent Chastain

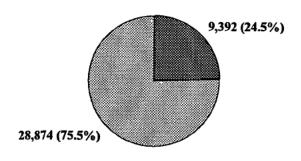
1995 MISSOURI ENROLLMENT

Total Missouri member months for the year: 9,392
Missouri members at end of year:

Λ

1995 TOTAL ENROLLMENT

Total member months for the year:



Missouri Member Months
Non-Missouri Member Months

1995 YEAR-END DIRECTORS

Richard Preston Krecker Michael Trent Marcotte Larry Kent Chastain

SERVICE AREA OPERATIONS DATA

Number of hospitals contracted with in Kansas City area(as of 1/1/95):

13

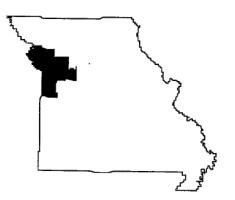
Total number of participating physicians in Kansas City area: **768**

MISSOURI COUNTIES IN SERVICE AREA

Buchanan, Cass, Clay, Clinton, Jackson, Lafayette, Platte, Ray

KANSAS COUNTIES IN SERVICE AREA

Johnson, Leavenworth, Miami, Wyandotte



BMA SELECTCARE, INC.

NOTES TO FINANCIAL STATEMENTS¹

1. Organization and Operation

BMA Selectcare, Inc. (The Company) was acquired by Blue Cross and Blue Shield of Kansas City effective January 1, 1995 as part of the acquisition of the health business of Business Men's Assurance Company of America (BMA). During 1995 all members were converted to other subsidiaries of Blue Cross and Blue Shield of Kansas City. Effective January 1, 1996, the Company had no members. This transfer of business out of the Company is reflected in decreases in all areas of the Company's financial status and operations in 1995. The only activity in the Company in 1996 will be the run out of claims.

BMA Selectcare, Inc. (the Company) provides comprehensive health maintenance services enrollees through arrangements with health care and other service providers. Effective January 1, 1995, the Company is a wholly owned subsidiary of Blue Cross and Blue Shield of Kansas City. The Company is licensed by the states of Missouri and Kansas and regulated under state statues pertaining to HMO's. The Company serves the Kansas City metropolitan area.

2. Risk/Incentive Sharing

The Company contracts with an independent professional association (IPA) to provide medical services to its members. The Company pays negotiated fees for services provided by the physicians. The Company and the IPA have entered into risk/incentive sharing arrangements. Generally under the terms of the agreement 15% of the negotiated amounts due the physicians are withheld. The withheld amounts may be subsequently distributed to the IPA based upon the ultimate utilization of services measured by the predetermined criteria. The IPA may also receive a bonus if utilization results are favorable.

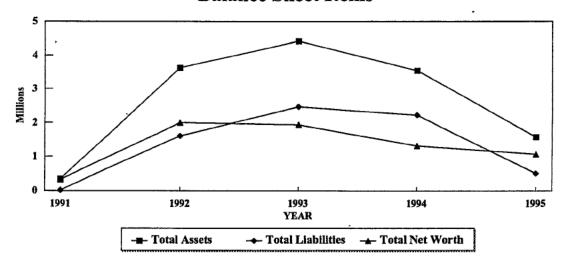
3. Significant Accounting Policies

Administrative Service Only (ASO) contracts are those for which the various employers retain all health care service risks, while the Company assumes administrative risk. The Company does not reflect payment of ASO claims in its Statement of Revenues and Expenses. Total self-insured health care serviced ASO benefits approximated \$1,790,000 and \$1,684,000 in 1995 and 1994, respectively.

December 1996

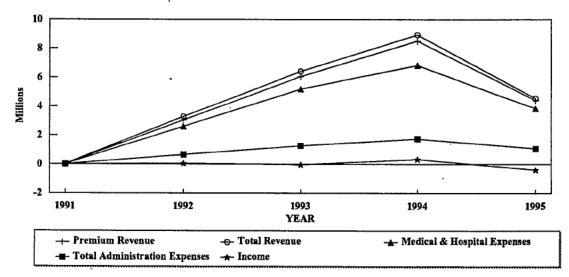
¹Excerpts quoted from the Statement as of December 31, 1995 of the BMA Selectcare, Inc.

Balance Sheet Items



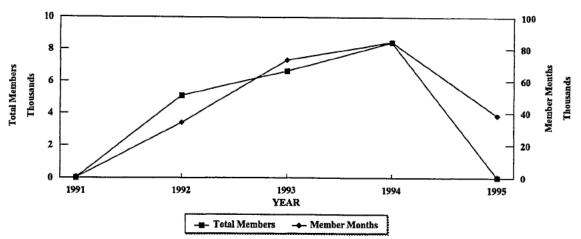
Item	1991	1992	1993	1994	1995
			•		
Total Assets	\$330,170	\$3,614,306	\$4,423,416	\$3,545,255	\$1,582,114
Total Liabilities	\$15,370	\$1,614,021	\$2,472,443	\$2,228,638	\$508,317
Total Net Worth	\$314,370	\$2,000,285	\$1,950,973	\$1,316,617	\$1,073,797

Income Statement Items



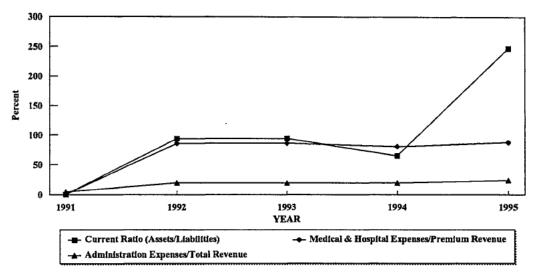
Item	1991	1992	1993	1994	1995
Premium Revenue	\$0	\$3,031,552	\$6,056,479	\$8,507,786	\$4,446,159
Total Revenue	\$5,516	\$3,267,336	\$6,412,834	\$8,929,188	\$4,577,962
Medical & Hospital Expenses	\$0	\$2,585,332	\$5,190,208	\$6,831,986	\$3,877,824
Administration Expenses	\$237	\$634,119	\$1,256,339	\$1,756,171	\$1,086,458
Income	\$5,279	\$47,885	(\$33,713)	\$341,031	(\$386,320)





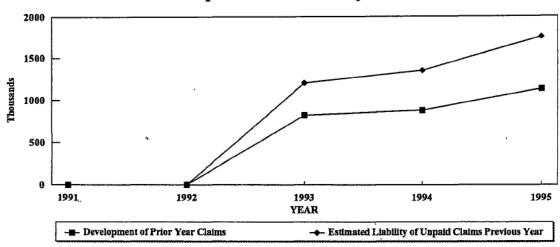
Item	1991	1992	1993	1994	1995
Total Members	0	5,091	6,616	8.398	0
Total Member Months	0	33,939	73,047	84,312	38,266

Formulas



Item	1991	1992	1993	1994	1995
Current Ratio (Assets/Liabilities)	N/A	93.2%	93.8%	65.1%	247.3%
Medical & Hospital Expenses/Premium Revenue	0.0%	85.3%	85.7%	80.3%	87.2%
Administration Expenses/Total Revenue	4.3%	19.4%	19.6%	19.7%	23.7%

Unpaid Claims Analysis



Item	1991	1992	1993	1994	1995
Development of D. '. V.		1			7
Development of Prior Year Claims	\$0	\$0	\$820,333	\$876,903	\$1,134,324
Estimated Liability of Unpaid Claims Previous	\$0	\$0	\$1,200,000	\$1,351,441	\$1,752,788
Year					

Development of Prior Year Claims is the sum of total claims paid during the year but incurred in the prior year, and claims unpaid as of December 31st of the current year on claims incurred in prior years.

Estimated Liability of Unpaid Claims Previous Year is the estimated liability of all unpaid claims as of December 31st of the previous year.

The graph shows the trend in unpaid claims liability and the accuracy of the HMO in accounting for outstanding liabilities. A relatively large gap between the two trends or erratic trend behavior may require a more detailed analysis of claims management operations. Relatively large changes in both values should be examined on a per member per month basis.

December 1996

CIGNA HealthCare of Kansas/Missouri, Inc.

CIGNA HealthCare of Kansas/Missouri, Inc. 101 South Webb Road, Suite 200 Wichita, KS 67207 913/451-9389

State of Domicile: Kansas

Incorporated: February 28, 1984
Admitted to Missouri: June 30, 1986
Federally qualified: September 1, 1984
Accredited: NCQA - One Year 12/95
Model type: Mixed

An affiliated company of: CIGNA Corporation

1995 YEAR-END OFFICERS

President: Cynthia Anne Finter Secretary: Edward Paul Potanka Treasurer: Stephen Chester Stachelek Assistant Treasurer: Michael M. Sinisgalli Vice President: Mary-Beth M. McCormack Assistant Secretary: Stewart A. Brandt

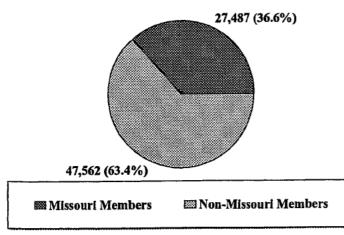
1995 MISSOURI ENROLLMENT

Total Missouri member months (including Flexcare ASO product): 326,392

Total Missouri members (including Flexcare ASO product): 27.487

1995 TOTAL ENROLLMENT

Non-Missouri enrollment includes Kansas and Ohio members



1995 YEAR-END DIRECTORS or TRUSTEES

William Allen Shaffer, M.D. Umesh Anantharam Kurpad

SERVICE AREA OPERATIONS DATA

Number of hospitals contracted with in Kansas City area:

19

Total number of primary care physicians in Kansas City area:

296

Total number of participating physicians (includes KS, MO, & OH): 1,459

MISSOURI COUNTIES IN SERVICE AREA

Cass, Clay, Jackson, Lafayette, Platte, Ray

KANSAS COUNTIES IN SERVICE AREA

Douglas, Franklin, Johnson, Leavenworth, Miami, Wyandotte



CIGNA HEALTHCARE OF KANSAS/MISSOURI, INC.

NOTES TO FINANCIAL STATEMENTS¹

1. Organization and Operation

CIGNA HealthCare of Kansas/Missouri, Inc. (the Company), is a federally qualified health maintenance organization (HMO) which commenced operations on September 1, 1984. The Company provides health services throughout the region. Principal products and services include managed care products and services; utilization management services and managed pharmacy services. The Company is a wholly-owned subsidiary of CIGNA Health Corporation (the Parent), which is an indirect wholly-owned subsidiary of CIGNA Corporation. The merger of CIGNA HealthCare of Kansas/Missouri, Inc. and CIGNA HealthCare of Ohio, Inc. has been filed with the Secretaries of State for Kansas, Missouri, and Ohio. CIGNA HealthCare of Ohio, Inc. will be the surviving corporation.

2. Significant Accounting Policies

The Company subcontracts with Connecticut General Life Insurance Company (CGLIC), an affiliated company, in connection with an indemnity-based managed care product called FlexCare. FlexCare is offered to employees on an insured or self-insured funding basis. CGLIC, in the case of insured plans, and employers that contracted with CGLIC, in the case of self-insured plans, are responsible to the Company for the payment of charges by physicians for covered services rendered to employees. The Company receives an administrative fee for use of its provider network by CGLIC or the self-insured employer. These administrative fees are included in Administrative Fee Income in the Statement of Revenues, Expenses and Net Worth. The State of Kansas Department of Insurance has approved the netting of FlexCare premium revenues against FlexCare medical expenses in the financial statements. Included in total membership of 75,049 and 78,859 are 45,052 and 47,142 FlexCare participants at December 31, 1995 and 1994, respectively.

3. Risk/Incentive Sharing

The Company contracts with physicians or provider groups to provide medical services to their members. The Company pays capitation or negotiated fees for defined services provided by physicians. The Company and some of the physicians have entered into incentive sharing agreements. Under the terms of these agreements, certain providers are eligible to receive a provider bonus based on qualitative and quantitative factors. The Company and the physicians or provider groups have entered into risk sharing agreements. Under the terms of these agreements, various percentages of all fees potentially payable to the physicians are withheld. Based upon actual medical expenses compared to predetermined criteria, the amounts withheld from and paid to the participating physicians are adjusted. The withheld amounts distributed subsequent to the risk sharing settlement date depending on the terms of the agreements.

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¹Excerpts quoted from the Statement as of December 31, 1995 of the CIGNA HealthCare of Kansas/Missouri, Inc.

Citizens Advantage

Citizens Advantage P.O. Box 479 or 1500 North Oakland Bolivar, MO 65613 417/777-6000 or 417/326-6000 State of Domicile: Missouri Commenced Business: March 1, 1994
Admitted to Missouri: February 18, 1994
Federally qualified: N/A
Accredited: N/A
Model type: Staff

An affiliated company of: Citizens Memorial Hospital

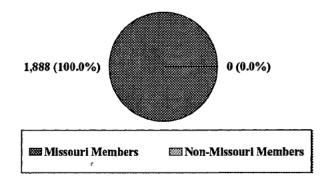
1995 YEAR-END OFFICERS

President: Donald Joe Babb Secretary: Brent Wayne DeRossett Chief Financial Officer: Gary Dene Fulbright

1995 MISSOURI ENROLLMENT

Total Missouri member months: 22,060 Total Missouri members: 1,888

1995 TOTAL ENROLLMENT



1995 YEAR-END DIRECTORS

Kerry DeLisle Douglas David Gilbert Hacker Richard David Magnuson Norman Gene Presley Joe Ben Shelton Wilburn Wayne Wilson

SERVICE AREA OPERATIONS DATA

Number of Missouri hospitals contracted with in service area:

5

Total number of primary care physicians (PCPs) in service area:

18

Total number of participating physicians in service area:

175

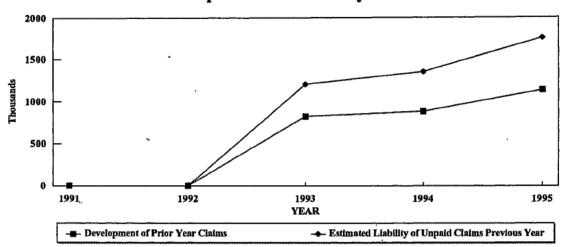
MISSOURI COUNTIES IN SERVICE AREA

Cedar, Dade, Dallas Hickory, Polk, St. Clair



BMA Selectcare, Inc.

Unpaid Claims Analysis



Item	1991	1992	1993	1994	1995
D I CD I			7		T
Development of Prior Year Claims	\$0	S0	\$820,333	\$876,903	\$1,134,324
Estimated Liability of Unpaid Claims Previous Year	\$0	\$0	\$1,200,000	\$1,351,441	\$1,752,788

Development of Prior Year Claims is the sum of total claims paid during the year but incurred in the prior year, and claims unpaid as of December 31st of the current year on claims incurred in prior years.

Estimated Liability of Unpaid Claims Previous Year is the estimated liability of all unpaid claims as of December 31st of the previous year.

The graph shows the trend in unpaid claims liability and the accuracy of the HMO in accounting for outstanding liabilities. A relatively large gap between the two trends or erratic trend behavior may require a more detailed analysis of claims management operations. Relatively large changes in both values should be examined on a per member per month basis.

December 1996

CIGNA HealthCare of Kansas/Missouri, Inc.

CIGNA HealthCare of Kansas/Missouri, Inc. 101 South Webb Road, Suite 200 Wichita, KS 67207 913/451-9389 State of Domicile: Kansas

An affiliated company of: CIGNA Corporation

Incorporated: February 28, 1984 Admitted to Missouri: June 30, 1986 Federally qualified: September 1, 1984 Accredited: NCQA - One Year 12/95 Model type: Mixed

1995 YEAR-END OFFICERS

President: Cynthia Anne Finter Secretary: Edward Paul Potanka Treasurer: Stephen Chester Stachelek Assistant Treasurer: Michael M. Sinisgalli Vice President: Mary-Beth M. McCormack Assistant Secretary: Stewart A. Brandt

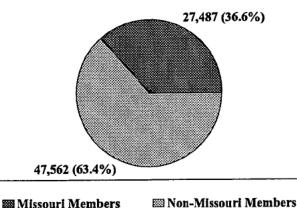
1995 MISSOURI ENROLLMENT

Total Missouri member months (including Flexcare ASO product): 326,392

Total Missouri members (including Flexcare ASO product): 27,487

1995 TOTAL ENROLLMENT

Non-Missouri enrollment includes Kansas and Ohio members



1995 YEAR-END DIRECTORS or TRUSTEES

William Allen Shaffer, M.D. Umesh Anantharam Kurpad

SERVICE AREA OPERATIONS DATA

Number of hospitals contracted with in Kansas City area:

19

Total number of primary care physicians in Kansas City area:

Total number of participating physicians (includes KS, MO, & OH): 1.459

MISSOURI COUNTIES IN SERVICE AREA

Cass, Clay, Jackson, Lafayette, Platte, Ray

KANSAS COUNTIES IN SERVICE AREA

Douglas, Franklin, Johnson, Leavenworth, Miami, Wyandotte



CIGNA HEALTHCARE OF KANSAS/MISSOURI, INC.

NOTES TO FINANCIAL STATEMENTS¹

1. Organization and Operation

CIGNA HealthCare of Kansas/Missouri, Inc. (the Company), is a federally qualified health maintenance organization (HMO) which commenced operations on September 1, 1984. The Company provides health services throughout the region. Principal products and services include managed care products and services; utilization management services and managed pharmacy services. The Company is a wholly-owned subsidiary of CIGNA Health Corporation (the Parent), which is an indirect wholly-owned subsidiary of CIGNA Corporation. The merger of CIGNA HealthCare of Kansas/Missouri, Inc. and CIGNA HealthCare of Ohio, Inc. has been filed with the Secretaries of State for Kansas, Missouri, and Ohio. CIGNA HealthCare of Ohio, Inc. will be the surviving corporation.

2. Significant Accounting Policies

The Company subcontracts with Connecticut General Life Insurance Company (CGLIC), an affiliated company, in connection with an indemnity-based managed care product called FlexCare. FlexCare is offered to employees on an insured or self-insured funding basis. CGLIC, in the case of insured plans, and employers that contracted with CGLIC, in the case of self-insured plans, are responsible to the Company for the payment of charges by physicians for covered services rendered to employees. The Company receives an administrative fee for use of its provider network by CGLIC or the self-insured employer. These administrative fees are included in Administrative Fee Income in the Statement of Revenues, Expenses and Net Worth. The State of Kansas Department of Insurance has approved the netting of FlexCare premium revenues against FlexCare medical expenses in the financial statements. Included in total membership of 75,049 and 78,859 are 45,052 and 47,142 FlexCare participants at December 31, 1995 and 1994, respectively.

3. Risk/Incentive Sharing

The Company contracts with physicians or provider groups to provide medical services to their members. The Company pays capitation or negotiated fees for defined services provided by physicians. The Company and some of the physicians have entered into incentive sharing agreements. Under the terms of these agreements, certain providers are eligible to receive a provider bonus based on qualitative and quantitative factors. The Company and the physicians or provider groups have entered into risk sharing agreements. Under the terms of these agreements, various percentages of all fees potentially payable to the physicians are withheld. Based upon actual medical expenses compared to predetermined criteria, the amounts withheld from and paid to the participating physicians are adjusted. The withheld amounts distributed subsequent to the risk sharing settlement date depending on the terms of the agreements.

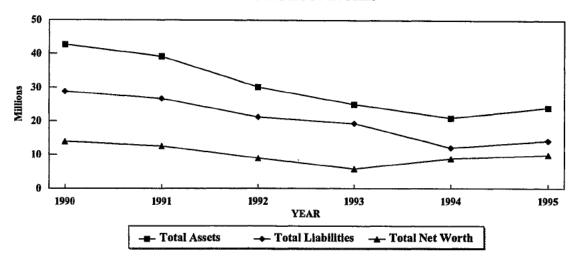
December 1996

¹Excerpts quoted from the Statement as of December 31, 1995 of the CIGNA HealthCare of Kansas/Missouri, Inc.

CIGNA HealthCare of Kansas/Missouri, Inc.

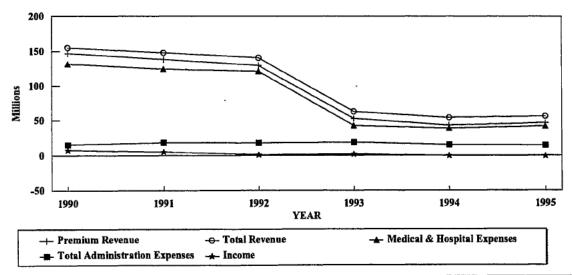
Note: In the following tables, data for the years 1993, 1994, and 1995 reflect the reclassification of CIGNA's "FlexCare" business line for which the company provides administrative services only. All premiums, fees, and expenses associated with this product have been netted out for those years, with the approval of the State of Kansas Department of Insurance.

Balance Sheet Items



Item	1990	1991	1992	1993	1994	1995
Total Assets	\$42,651,035	\$39,145,250	\$30,109,807	\$24,941,005	\$20,829,902	\$23,875,186
Total Liabilities	\$28,850,436	\$26,670,052	\$21,116,079	\$19,198,940	\$11,998,921	\$14,030,245
Total Net Worth	\$13,800,599	\$12,475,198	\$8,993,728	\$5,742,065	\$8,830,981	\$9,844,941

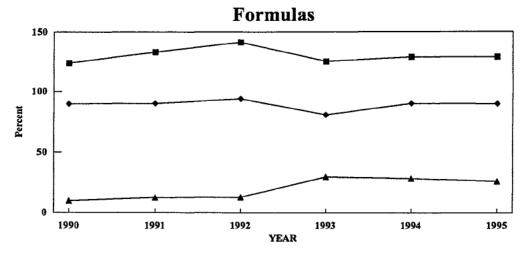
Income Statement Items



Item	1990	1991	1992	1993	1994	1995
Premium Revenue	\$146,909,344	\$137,979,243	\$129,349,803	\$52,784,308	\$43,336,698	\$47,127,336
Total Revenue	\$154,910,224	\$147,821,816	\$140,187,750	\$63,202,202	\$54,169,139	\$56,577,011
Medical & Hospital Expenses	\$131,777,754	\$124,239,382	\$121,121,701	\$42,711,478	\$38,990,322	\$42,341,619
Administration Expenses	\$15,128,591	\$18,248,436	\$17,974,300	\$18,752,744	\$15,353,782	\$14,688,032
Income	\$8,003,879	\$5,333,998	\$1,091,749	\$1,737,980	(\$174,965)	(\$452,640)

CIGNA HealthCare of Kansas/Missouri, Inc.

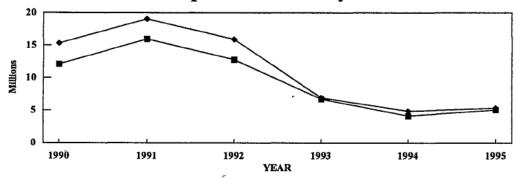
Note: In the following tables, data for the years 1993, 1994, and 1995 reflect the reclassification of CIGNA's "FlexCare" business line for which the company provides administrative services only. All premiums, fees, and medical expenses associated with this product have been netted out for those years. However, administrative expenses associated with the management of the "FlexCare" (ASO) business have not been excluded, therefore the administrative expense ratio appears high relative to other HMOs.





Item	1990	1991	1992	1993	1994	1995
Current Ratio (Assets/Liabilities)	123.8%	133.0%	141.2%	125.1%	128.9%	128.8%
Medical & Hospital Expenses/Premium Revenue	89.7%	90.0%	93.6%	80.9%	90.0%	89.8%
Administration Expenses/Total Revenue	9.8%	12.3%	12.8%	29.7%	28.3%	26.0%

Unpaid Claims Analysis



- Development of Prior Year Claims	 Estimated Liability of Unpaid Claims Previous Year

Item	1990	1991	1992	1993	1994	1995
Development of Prior Year Claims	\$12,055,159	\$15,910,498	\$12,733,126	\$6,718,239	\$4,109,945	\$5,045,568
Estimated Liability of Unpaid Claims Previous Year	\$15,274,353	\$19,015,272	\$15,854,939	\$6,880,296	\$4,850,803	\$5,338,262

Development of Prior Year Claims is the sum of total claims paid during the year but incurred in the prior year, and claims unpaid as of 12/31 of the current year on claims incurred in prior years.

Estimated Liability of Unpaid Claims Previous Year is the estimated liability of all unpaid claims as 12/31 of the previous year.

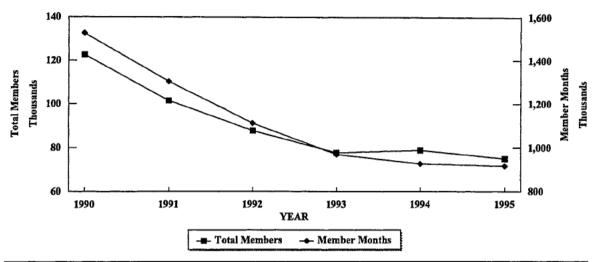
The graph shows the trend in unpaid claims liability and the accuracy of the HMO in accounting for outstanding liabilities. A relatively large gap between the two trends or erratic trend behavior may require a more detailed analysis of claims management operations. Relatively large changes in both value should be examined on a per member per month basis.

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CIGNA HealthCare of Kansas/Missouri, Inc.

Note: The following enrollment chart and table includes HMO and "FlexCare" (ASO) members residing in all states the company is approved to provide services, i.e. Kansas, Missouri, and Ohio.

Total Enrollment



Item	1990	1991	1992	1993	1994	1995
Total Members	122,765	101,472	87,740	77,647	78,859	75,049
Total Member Months	1,525,947	1,304,927	1,110,864	351,552	263,904	915,729

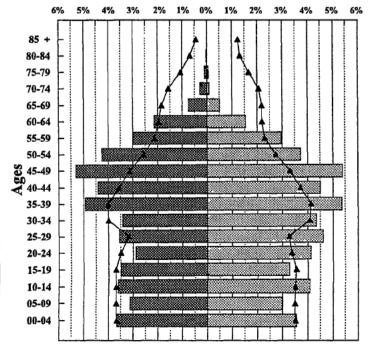
1995 Missouri Enrollment Demographics

Note: The following enrollment demographic table and chart reflects data on Missouri HMO members only. Non-Missouri and "FlexCare" (ASO) members are not included.

Average Age of Enrollees = 33.0

Percentage of Female Enrollees = 51.0%

Males	Females	Totals
0	0	0
1	0	1
4	2	6
11	3	14
29	19	48
82	59	141
115	113	228
163	142	305
203	206	409
169	172	341
189	205	394
131	166	297
136	176	312
111	158	269
134	125	259
138	156	294
120	114	234
140	136	276
1,876	1,952	3,828



■ % of Male HMO members
 ■ % Female HMO Members
 ■ 1995 Total Missouri Population %s

CIGNA HealthCare of St. Louis, Inc. 8182 Maryland Avenue, Suite 900 St. Louis, MO 63105-3721 314/726-7860 or 314/878-2866 State of Domicile: Missouri Incorporated: May 2, 1985
Admitted to Missouri: January 17, 1986
Federally qualified: April 14, 1987
Accredited: NCQA - Full Accreditation 3 Year - 8/96
Model type: IPA

An affiliated company of: CIGNA Corporation

1995 YEAR-END OFFICERS

President: James A. Young
Secretary: David Charles Kopp
Treasurer: Stephen Chester Stachelek
'Vice President: Mary-Beth M. McCormack
Assistant Secretary: Stewart Alan Brandt
Assistant Treasurer: Michael Mario Sinisgalli

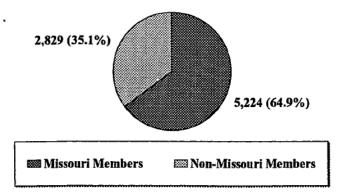
1995 MISSOURI ENROLLMENT

Total Missouri member months (excluding FlexCare ASO product): 60.718

Missouri members (excluding FlexCare ASO product enrollees): 5,224

1995 TOTAL ENROLLMENT

Non-Missouri enrollment includes Illinois HMO members, but excludes FlexCare (ASO) members residing in either Illinois or Missouri:



1995 YEAR-END DIRECTORS

Umesh Anantharam Kurpad William Allen Schäffer, M.D.

SERVICE AREA OPERATIONS DATA

Number of Missouri hospitals contracted with in St. Louis area:

21

Total number of primary care physicians (PCPs) in St. Louis area:

633

Total number of participating physicians in St. Louis area:

2,635

MISSOURI COUNTIES IN SERVICE AREA

Franklin, Jefferson, St. Charles, St. Louis, St. Louis City

ILLINOIS COUNTIES IN SERVICE AREA

Madison, Monroe, St. Clair



CIGNA HEALTHCARE OF ST. LOUIS, INC.

NOTES TO FINANCIAL STATEMENTS¹

1. Organization and Operation

CIGNA HealthCare of St. Louis, Inc. (the Company), is a federally qualified health maintenance organization (HMO) which commenced operations on February 1, 1986. The Company provides insurance services throughout the region. Principal products and services include managed care products and services. The Company is a wholly-owned subsidiary of CIGNA Health Corporation (the Parent), which is an indirect wholly-owned subsidiary of CIGNA Corporation.

2. Significant Accounting Policies

The Company subcontracts with Connecticut General Life Insurance Company (CGLIC), an affiliated company, in connection with an indemnity-based managed care product called FlexCare. FlexCare is offered to employees on an insured or self-insured funding basis. CGLIC, in the case of insured plans, and employers that contracted with CGLIC, in the case of self-insured plans, are responsible to the Company for the payment of charges by physicians for covered services rendered to employees. The Company also receives an administrative fee for use of its provider network by CGLIC or the self-insured employer. These administrative fees are included in Administrative Fee Income in the Statement of Revenues, Expenses and Net Worth. The State of Missouri Department of Insurance has approved the netting of FlexCare premium revenues against FlexCare medical expenses in the financial statements. Included in total membership of 42,339 and 36,835 are 34,286 and 29,081 FlexCare participants at December 31, 1995 and 1994, respectively.

3. Risk/Incentive Sharing

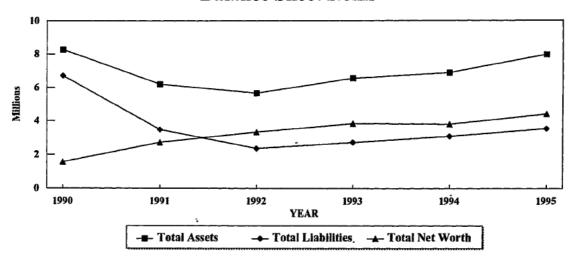
The Company contracts with physicians or provider groups to provide medical services to their members. The Company pays capitation or negotiated fees for defined services provided by physicians. The Company and some of the physicians have entered into incentive sharing agreements. Under the terms of these agreements, certain providers are eligible to receive a provider bonus based on qualitative and quantitative factors. Accrued physician incentives were \$48,674 and \$60,341 at December 31, 1995 and 1994, respectively. The Company and the physicians or provider groups have entered into risk sharing agreements. Under the terms of these agreements, various percentages of all fees potentially payable to the physicians are withheld. Based upon actual medical expenses compared to predetermined criteria, the amounts withheld from and paid to the participating physicians are adjusted. The withheld amounts distributed subsequent to the risk sharing settlement date depending on the terms of the agreements.

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¹Excerpts quoted from the Statement as of December 31, 1995 of the CIGNA HealthCare of St. Louis, Inc.

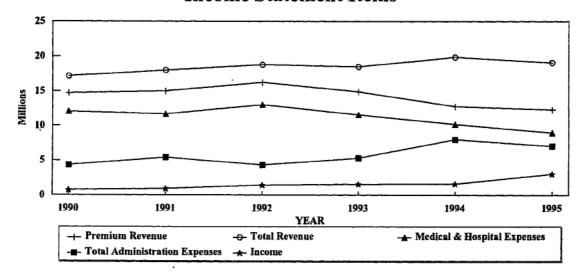
Note: In the following tables, data for the years 1993, 1994, and 1995 reflect the reclassification of CIGNA's "FlexCare" business line for which the company provides administrative services only. All premiums, fees, and medical expenses associated with this product have been netted out for those years, with the approval of the State of Missouri Department of Insurance.

Balance Sheet Items



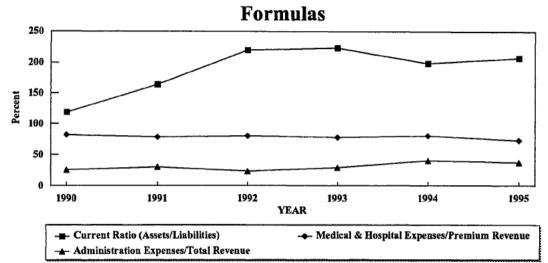
Item	1990	1991	1992	1993	1994	1995
Total Assets	\$8,262,953	\$6,197,352	\$5,668,723	\$6,550,117	\$6,869,570	\$7,954,031
Total Liabilities	\$6,705,381	\$3,481,061	\$2,349,009	\$2,721,196	\$3,078,027	\$3,541,159
Total Net Worth	\$1,557,572	\$2,716,291	\$3,319,714	\$3,828,921	\$3,791,543	\$4,412,872

Income Statement Items



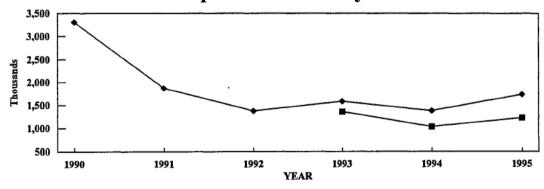
Item	1990	1991	1992	1993	1994	1995
Premium Revenue	\$14,713,183	\$14,973,529	\$16,219,154	\$14,891,356	\$12,776,169	\$12,324,176
Total Revenue	\$17,136,452	\$17,979,384	\$18,749,997	\$18,468,595	\$19,871,005	\$19,105,290
Medical & Hospital Expenses	\$12,034,457	\$11,674,410	\$13,021,491	\$11,568,737	\$10,215,521	\$9,009,086
Administration Expenses	\$4,330,719	\$5,399,173	\$4,301,665	\$5,326,917	\$8,044,256	\$7,073,921
Income	\$711,276	\$905,801	\$1,426,841	\$1,572,941	\$1,611,228	\$3,022,283

Note: The following table includes administrative expenses associated with the "FlexCare" (ASO) line of business. Approximately 78% of the 1995 total administration expenses were noted as such. This amount should not be considered when calculating administrative expenses on a per member per month basis. Information in the Unpaid Claims Analysis table have been restated to exclude claims associated with "FlexCare" membership.



Item	1990	1991	1992	1993	1994	1995
Current Ratio (Assets/Liabilities)	118.4%	163.3%	220.0%	223.7%	198.9%	207.5%
Medical & Hospital Expenses/Premium Revenue	81.8%	78.0%	80.3%	77.7%	80.0%	73.1%
Administration Expenses/Total Revenue	25.3%	30.0%	22.9%	28.8%	40.5%	37.0%

Unpaid Claims Analysis



Item	1990	1991	1992	1993	1994	1995
Development of Prior Year Claims	N/A	N/A	N/A	\$1,358,847	\$1,038,166	\$1,227,881
Estimated Liability of Unpaid Claims Previous Year	\$3,308,090	\$1,864,445	\$1,374,339	\$1,584,747	\$1,383,558	\$1,737,109

Development of Prior Year Claims

-- Estimated Liability of Unpaid Claims Previous Year

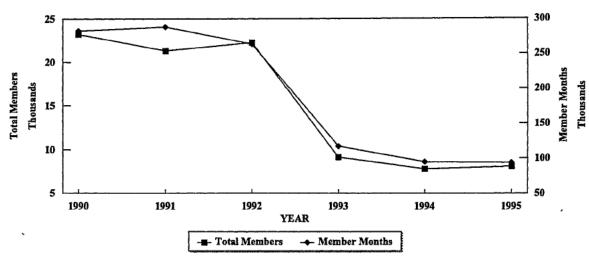
Development of Prior Year Claims is the sum of total claims paid during the year but incurred in the prior year, and claims unpaid as of 12/31 of the current year on claims incurred in prior years.

Estimated Liability of Unpaid Claims Previous Year is the estimated liability of all unpaid claims as 12/31 of the previous year.

The graph shows the trend in unpaid claims liability and the accuracy of the HMO in accounting for outstanding liabilities. A relatively large gap between the two trends or erratic trend behavior may require a more detailed analysis of claims management operations. Relatively large changes in both value should be examined on a per member per month basis.

Note: The following enrollment chart and table includes HMO and "FlexCare" (ASO) members for years prior to 1993.

Enrollment



Item	1990	1991	1992	1993	1994	1995
Total Members	23,211	21.321	22,247	9.115	7,754	8,053
			22,247			
Total Member Months	282,735	288,170	263,251	117,409	94,559	93,672

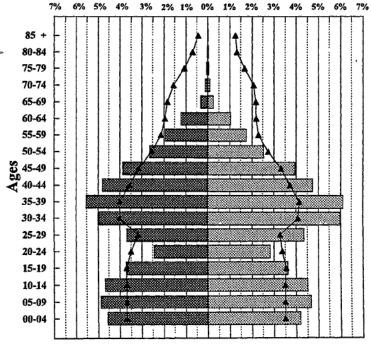
1995 Enrollment Demographics

Note: The following enrollment chart and table includes HMO and "FlexCare" (ASO) members residing in all states the company is approved to provide services, i.e. Illinois and Missouri.

Average Age of Enrollees = 29.3

Percentage of Female Enrollees = 50.5%

Males	Females	Totals
5	3	8
7	8	15
20	13	33
51	34	85
134	102	236
511	424	935
806	718	1,524
1,093	1,045	2,138
1,603	1,633	3,236
1,987	1,960	3,947
2,291	2,528	4,819
2,052	2,475	4,527
1,526	1,799	3,325
1,017	1,164	2,181
1,540	1,498	3,038
1,939	1,868	3,807
2,015	1,936	3,951
1,893	1,729	3,622
20,490	20,937	41,427



≅ % of Male HMO members ≅ % Female HMO Members

± 1995 Total Missouri Population %s

Citizens Advantage

Citizens Advantage
P.O. Box 479 or 1500 North Oakland
Bolivar, MO 65613
417/777-6000 or 417/326-6000
State of Domicile: Missouri

Commenced Business: March 1, 1994
Admitted to Missouri: February 18, 1994
Federally qualified: N/A
Accredited: N/A
Model type: Staff

An affiliated company of: Citizens Memorial Hospital

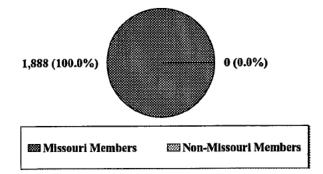
1995 YEAR-END OFFICERS

President: Donald Joe Babb Secretary: Brent Wayne DeRossett Chief Financial Officer: Gary Dene Fulbright

1995 MISSOURI ENROLLMENT

Total Missouri member months:
22,060
Total Missouri members:
1,888

1995 TOTAL ENROLLMENT



1995 YEAR-END DIRECTORS

Kerry DeLisle Douglas David Gilbert Hacker Richard David Magnuson Norman Gene Presley Joe Ben Shelton Wilburn Wayne Wilson

SERVICE AREA OPERATIONS DATA

Number of Missouri hospitals contracted with in service area:

5

Total number of primary care physicians (PCPs) in service area:

18

Total number of participating physicians in service area:

175

MISSOURI COUNTIES IN SERVICE AREA

Cedar, Dade, Dallas Hickory, Polk, St. Clair



CITIZENS ADVANTAGE

NOTES TO FINANCIAL STATEMENTS¹

1. Organization and Operation

Citizens Advantage operates as a division of the Citizens Memorial Hospital (CMH) District of Polk County, Missouri, which also operates an acute-care hospital in Bolivar, Missouri. The HMO is organized as a staff model, to provide health coverage to Hospital employees and dependents and to various other organizations and individuals in its service area, which includes all of Cedar, Dade, Dallas, Hickory, and Polk counties and a portion of St. Clair County, all in Missouri.

2. Significant Accounting Policies

The 1995 Annual Statement presents information for the full CMH corporate entity, therefore the Citizens Advantage data in this summary report also presents the business experience of the full CMH corporate entity. The majority of CMH's services are provided to non-HMO patients. Likewise, the majority of the financial transactions are unrelated to HMO activities. The overall proportion of the HMO division's financial transactions to CMH as a whole is approximately 9% for 1995 and 5% for 1994. Therefore, the Annual Statement of Citizens Advantage, and Citizens Advantage data included in this summary report, will certainly appear unusual when compared to traditional HMO financial statements.

3. Related Parties

As of December 31, 1995, Citizens Advantage had 1,888 members, of which 832 were Hospital employees or dependents. An additional 297 members were Citizens Memorial Health Care Foundation employees or dependents. The Foundation is related through common management with the Hospital. The HMO has commercial group and individual members and, as of December 31, 1995, does not conduct Medicare, Medicaid, workers comp, self-funded, nor ASO related services. The HMO does not have a POS plan.

Citizens Memorial Hospital is involved in a joint venture project with three other community-based hospitals in the state for the purpose of developing a jointly owned HMO. The resulting company is planned to assume by proper transition the membership of Citizens Advantage. The new company will concurrently market actively in the local regions served by each of the owner-hospitals. Subsequent to the filing of the document from which the preceding statement is taken, Missouri Advantage LLC, a health maintenance organization jointly owned by Citizens Memorial Hospital, Audrain Medical Center, Fitzgibbon Memorial Hospital, and Lake of the Ozarks General Hospital became a Missouri-licensed HMO on July 8, 1996.

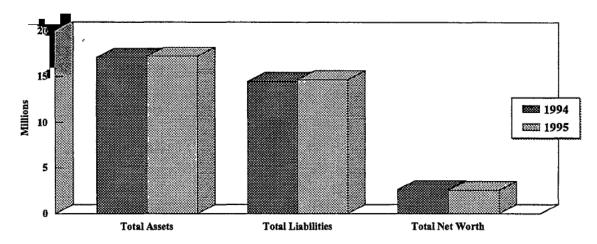
December 1996

¹Excerpts quoted from the Statement as of December 31, 1995 of the Citizens Advantage HMO. Italicized text indicates unquoted text added for clarification.

Citizens Advantage

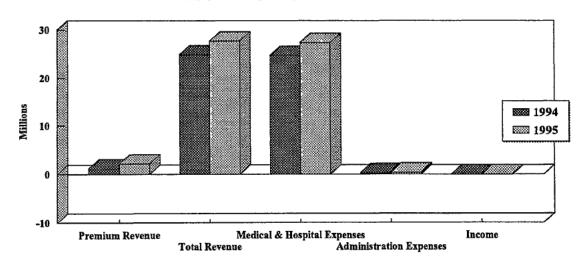
*Note: The following data, especially administration expenses compared to medical expenses, and premium revenue compared to total revenue, appear unusual due to the annual statement presenting information for the full CMH (Citizens Memorial Hospital District d/b/a Citizens Advantage) corporate entity.

Balance Sheet Items



Item	1994	1995
Total Assets	\$17,847,428	\$17,198,589
Total Liabilities	\$14,752,663	\$14,660,788
Total Net Worth	\$3,094,765	\$2,537,801

Income Statement Items

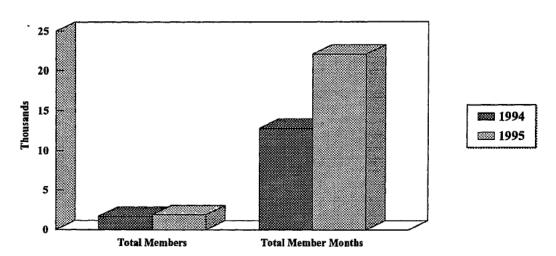


Item	1994	1995	
Premium Revenue	\$1,104,749	\$2,109,563	
Total Revenue	*\$24,836,265	*\$27,692,209	
Medical & Hospital Expenses	*\$24,650,486	*\$27,404,647	
Administration Expenses	*\$241,909	*\$371,254	
Income	(\$56,130)	(\$83,692)	

Citizens Advantage

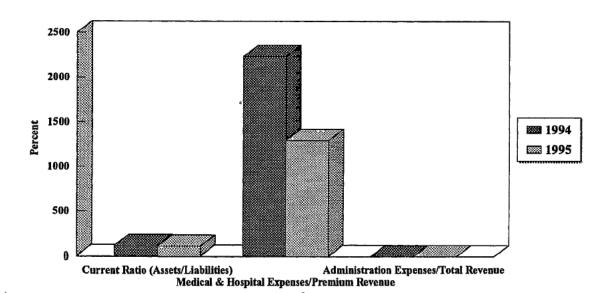
*Note: The following data, especially administration expenses compared to medical expenses, and premium revenue compared to total revenue, appear unusual due to the annual statement presenting information for the full CMH (Citizens Memorial Hospital District d/b/a Citizens Advantage) corporate entity.

Enrollment



Item	1994	1995
Total Members	1,675	1,888
Total Member Months	12,782	22,060

Formulas



. Item	1994	1995	
Current Ratio (Assets/Liabilities)	114.98%	105.89%	
Medical & Hospital Expenses/Premium Revenue	2231.32%*	1299.07%*	
Administration Expenses/Total Revenue	0.97%*	1.34%*	

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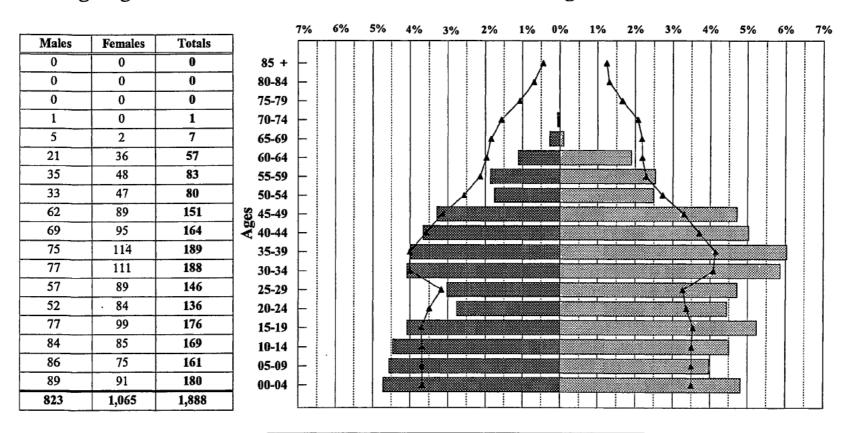
December 1996

Citizens Advantage

1995 Enrollment Demographics

Average Age of Enrollees = 28.8

Percentage of Female Enrollees = 56.4%



₩ % of Male HMO members

™ % Female HMO Members

★ 1995 Total Missouri Population %s

Community Health Plan 5301 Faraon St. Joseph, MO 64506-3817 816/271-1247 State of Domicile: Missouri

Commenced Business: September 8, 1994 Admitted to Missouri: December 29, 1994 Federally qualified: N/A Accredited: N/A

Model type: Network

An affiliated company of: Heartland Health Systems

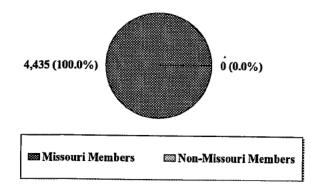
1995 YEAR-END OFFICERS

President: Lowell Charles Kruse Secretary: John Paul Wilson Chief Financial Officer: John Paul Wilson Other Officers: Joan Elizabeth Copeland, Edna Marie Fuller, Douglas Martin Brandt

1994 MISSOURI ENROLLMENT

Total Missouri member months: 26,521 Total Missouri members: 4,435

1994 TOTAL ENROLLMENT



1995 YEAR-END DIRECTORS

Charles William Salanski, Rajagopal Rao Rangenini, M.D.
William Lyle Bassitt, John Wesley Richmond
Raymond Gartrell Brazier, William Frederick Rippe, M.D.
Billy Dean Cole, Danny Lee West
John Perry Clemens, Delbert Lee Wood
Lowell Charles Kruse

SERVICE AREA OPERATIONS DATA

Number of Missouri hospitals contracted with in Missouri: 23 (28 including those outside Missouri service area)

Total number of primary care physicians (PCPs) in Missouri: 134 (156 including PCPs outside Missouri service area)

Total number of participating physicians in all service areas: 1,210

MISSOURI COUNTIES IN SERVICE AREA

Andrew, Atchison, Buchanan, Caldwell, Carroll, Clay Clinton, Daviess, Dekalb, Gentry, Grundy, Harrison, Holt, Jackson, Lafayette, Livingston, Mercer, Nodaway, Platte, Ray, Worth



NON-MISSOURI COUNTIES IN SERVICE AREA

Decatur IA, Page IA, Ringgold IA, Taylor IA, Atchison KS, Brown KS, Doniphan KS, Jackson KS, Jefferson KS, Leavenworth KS, Nemaha KS, Wyandotte KS, Johnson NE, Nemaha NE, Otoe NE, Pawnee NE, Richardson NE

COMMUNITY HEALTH PLAN

NOTES TO FINANCIAL STATEMENTS¹

1. Organization and Operation

Formation of Community Health Plan, Inc. (the Company) was approved on June 20, 1994 and was incorporated on September 8, 1994 as a Missouri not-for-profit corporation. The Company received its Certificate of Authority as a Health Maintenance Organization from the Missouri Department of Insurance on December 29, 1994. The Company is governed by an eleven-member Board of Directors, representing business, community, and medical constituencies.

The Company is a wholly-owned subsidiary of Heartland Health System (Heartland), St. Joseph, Missouri. Heartland and the Company have common officers and members on their respective governing boards. The purpose of the Company is to provide organized health maintenance and health care delivery systems and to provide comprehensive health care services on a prepaid basis. The Company contracts with independent physician associations (IPA) to provide medical services to its members. The Company pays negotiated fees for services provided by the physicians.

2. Related Parties

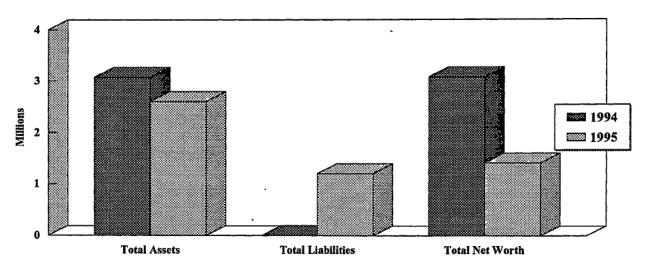
Activities through June 30, 1995 consisted entirely of planning and other start-up efforts. The Company accepted its first insurance contract (for employees of Heartland) effective July 1, 1995. The employee group of the parent Company and its subsidiaries was the only group enrolled in calendar 1995. No administrative service only contracts were established in calendar 1995. Seven new groups were added as of January 1, 1996, two as of February 1, 1996, and one more as of April 1, 1996.

In early 1996, the Missouri Medicaid Managed Care Program Request for Proposal (RFP) for Northwest Missouri was released. As the number of bidders for this area is limited, the Company expects to enroll at least 9,000 members from the sixteen county region. The start date for the Medicaid program is tentatively November 1, 1996.

Plan.

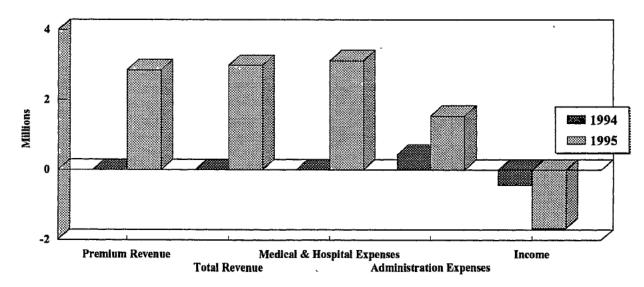
¹Excerpts quoted from the Statement as of December 31, 1995 of the Community Health

Balance Sheet Items



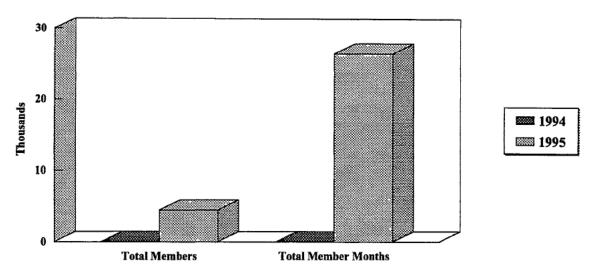
Item	1994	1995	
Total Assets	\$3,070,309	\$2,600,257	
Total Liabilities	\$1,281	\$1,198,750	
Total Net Worth	\$3,069,028	\$1,401,507	

Income Statement Items



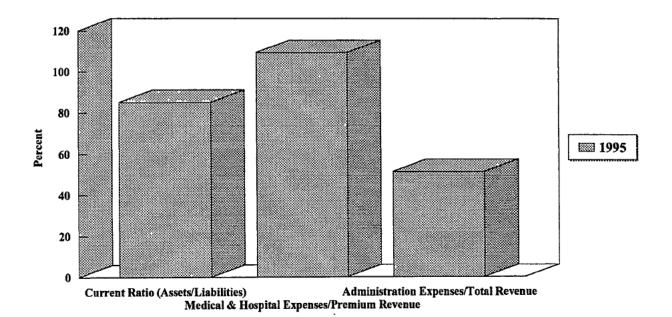
Item	1994	1995	
Premium Revenue	\$0	\$2,853,285	
Total Revenue	\$0	\$2,990,886	
Medical & Hospital Expenses	\$0	\$3,121,289	
Administration Expenses	\$430,972	\$1,537,118	
Income	(\$430,972)	(\$1,667,521)	

Enrollment



Item	1994	1995
Total Members	0	4,435
Total Member Months	0	26,521

Formulas

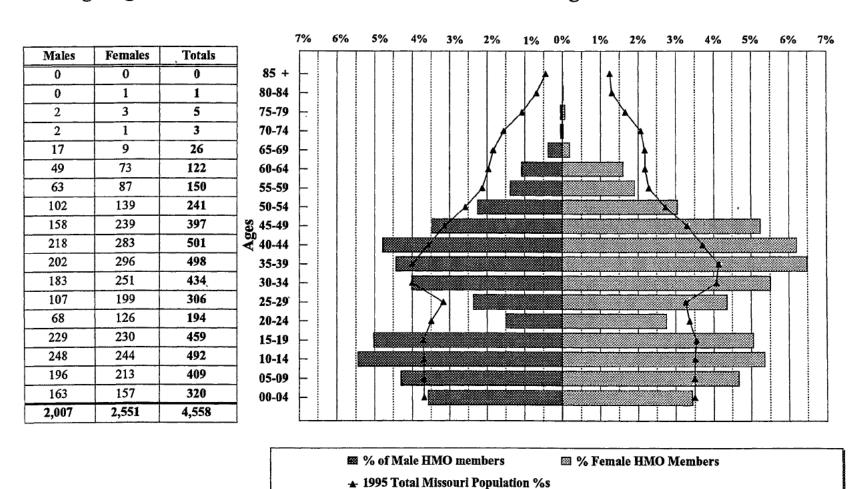


Item	1994	1995
C A Data (A A A Tink William)	215 2750/	95 100/
Current Ratio (Assets/Liabilities)	215,375%	85.10%
Medical & Hospital Expenses/Premium Revenue	N/A	109.39%
Administration Expenses/Total Revenue	N/A	51.39%

1995 Enrollment Demographics

Average Age of Enrollees = 29.6

Percentage of Female Enrollees = 56.0%



December 1996

Exclusive Healthcare, Inc.

Exclusive Healthcare, Inc. Mutual of Omaha Plaza Omaha, NE 68175 402/351-8101 or 402/978-2869 State of Domicile: Nebraska Incorporated: December 18, 1987 Admitted to Missouri: May 31, 1990 Federally qualified: N/A

Accredited: Utilization Review Accreditation Commission of Nebraska

Model type: Network

An affiliated company of: Mutual of Omaha Insurance Company

1995 YEAR-END OFFICERS

President: William Duane Ketner Jr.
Secretary: William Duane Ketner Jr.
Chief Financial Officer: Michael Joseph Jareske
Other Officers: Delmer Yoshihiro Huff,
Robert Samuel Murphy,
Marcus Garvey Wilson, M.D.

1995 YEAR-END DIRECTORS

Stephen Robert Booma, William Thomas Holt, Randall Craig Horn, Michael Joseph Jareske, William Duane Ketner Jr., Stephen Edward Kohoskie Daniel Paul Neary

1995 MISSOURI ENROLLMENT

Total Missouri member months:

41,589

Missouri members:

2,931

SERVICE AREA OPERATIONS DATA

Number of hospitals contracted with in Missouri service areas:

24

Total number of primary care physicians (PCPs) in Missouri service areas:

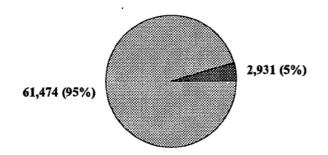
517

Total number of participating physicians in all service areas:

6,227

1995 TOTAL ENROLLMENT

Non-Missouri HMO enrollment includes HMO members in Illinois, Iowa, Kansas. Nebraska, Nevada, and Texas.



Missouri HMO members
Mon-Missouri HMO Members

MISSOURI COUNTIES IN SERVICE AREA

Caldwell, Cass, Clay, Clinton, Daviess, Franklin, Harrison, Jackson, Jefferson, Lafayette, Lincoln, Livingston, Montgomery, Platte, Ray, St. Charles, St. Francois, St. Louis, St. Louis City, Warren, Washington

ILLINOIS & KANSAS COUNTIES IN SERVICE AREA

Macopin IL, Madison IL, Monroe IL, St. Clair IL, Douglas KS, Johnson KS, Leavenworth KS, Miami KS, Wyandotte KS



EXCLUSIVE HEALTHCARE, INC.

NOTES TO FINANCIAL STATEMENTS¹

1. Organization and Operation

Exclusive Healthcare, Inc. (the Company) provides comprehensive health maintenance services to enrollees through arrangements with healthcare and other providers. Members enroll in the plan through subscriber contracts issued to employer groups, or through Medicaid. The Company operates as a Nebraska corporation and is a wholly-owned subsidiary of Mutual of Omaha Health Plans, Inc. (MOHP), which is a wholly-owned subsidiary of Mutual of Omaha Insurance Company (Mutual). The Company operates as a licensed Health Maintenance Organization (HMO) in seven states; Illinois, Iowa, Kansas, Missouri, Nebraska, Nevada, and Texas.

2. Significant Accounting Policies

Results of 1995 operations were impacted by the sale of 50% of stock ownership of the subsidiary Exclusive Healthcare of Colorado, Inc. (EPIC), to Primera, LLC, a Colorado health care provider organization, and the magnitude of the undistributed operating losses of subsidiaries. Included in the aggregate write-ins for other revenues is \$4.5 million in undistributed losses of subsidiaries. Also included in the aggregate write-ins is \$3.5 million in fee income associated with administrative services only (ASO) contracts, for which various employers retain all health care service risks. The Company does not reflect payment of ASO medical and hospital expenses in its Statement of Revenue and Expenses. Such expenses approximated \$22,168,000 in 1995. The ratio of administrative expenses to total revenue presented in the annual statement, and this summary report, is somewhat misleading since the equivalent premiums on ASO business are excluded from total revenues. The ratio of administrative expenses to total revenues including premium equivalents increased from 11.5% in 1994 to 13.8% in 1995. This compares to the annual statement reported expense ratio which increased from 13.9% in 1994 to 18.6% in 1995. This increase in expense primarily reflects an increase in expenditures in sites that do not yet have a mature membership base. The ratio of administration expenses to total revenue is expected to improve with the growth in those sites. In addition, the Company has exited the St. Louis market due to low membership.

3. Risk/Incentive Sharing

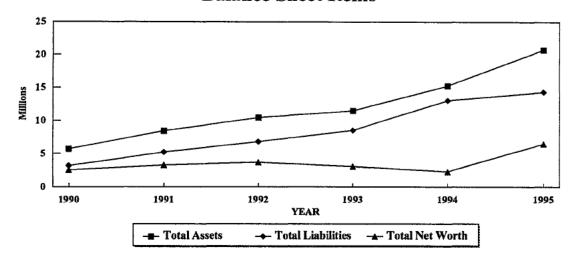
The Company contracts with various health care providers for the provision for certain related medical care to its members. The Company generally compensates those providers on either a capitation or fee for service basis. As part of a cost control incentive program the Company withholds up to 20% of physician compensation as a medical cost risk-sharing fund. In the event of medical care utilization in excess of targeted levels, those physicians bear the risk to the extent of the withheld compensation. In addition, physicians are eligible for additional payments on an annual basis when their actual utilization is less than targeted levels.

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¹Excerpts quoted from the Statement as of December 31, 1995 of the Exclusive Healthcare, Inc.

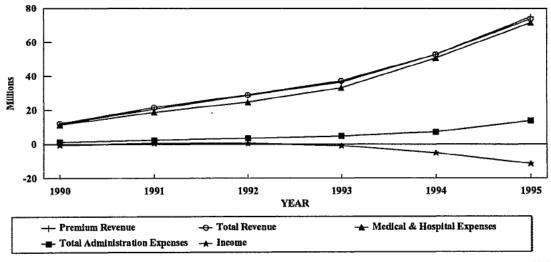
Exclusive Healthcare, Inc.

Balance Sheet Items



Item	1990	1991	1992	1993	1994	1995
Total Assets	\$5,665,995	\$8,406,093	\$10,429,528	\$11,504,560	\$15,273,195	\$20,772,011
Total Liabilities	\$3,145,085	\$5,150,389	\$6,769,433	\$8,485,667	\$13,022,628	\$14,366,016
Total Net Worth	\$2,520,910	\$3,255,704	\$3,660,095	\$3,018,893	\$2,250,567	\$6,405,995

Income Statement Items

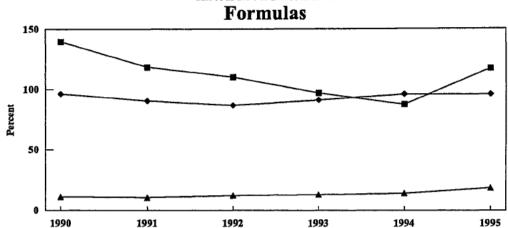


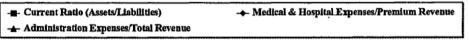
Item	1990	1991	1992	1993	1994	1995
Premium Revenue	\$11,705,785	\$20,584,532	\$28,537,137	\$36,462,001	\$52,879,521	\$74,839,785
Total Revenue	\$12,139,567	\$21,484,986	\$28,794,733	\$37,252,529	\$52,893,471	\$73,820,282
Medical & Hospital Expenses	\$11,266,013	\$18,621,775	\$24,711,285	\$33,144,119	\$50,655,920	\$71,592,536
Administration Expenses	\$1,327,451	\$2,269,953	\$3,494,276	\$4,860,191	\$7,326,641	\$13,704,412
Income	(\$453,897)	\$593,258	\$589,172	(\$751,781)	(\$5,089,090)	(\$11,476,666)

88 December 1996

Exclusive Healthcare, Inc.

Note: The following table includes administrative expenses associated with the Administrative Service-Only (ASO) line of business. The ratio of administrative expenses to total revenue is somewhat misleading since the equivalent premiums on ASO business are excluded from total revenues. The ratio of administrative expenses to total revenues including premium equivalents increased from 11.5% in 1994 to 13.8% in 1995.

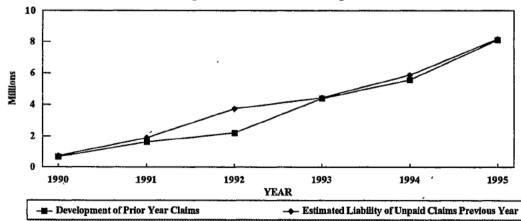




YEAR

Item	1990	1991	1992	1993	1994	1995
Current Ratio (Assets/Liabilities)	139.8%	118.3%	109.9%	96.8%	87.2%	117.1%
Medical & Hospital Expenses/Premium Revenue	96.2%	90.5%	86.6%	90.9%	95.8%	95.7%
Administration Expenses/Total Revenue	10.9%	10.6%	12.1%	13.0%	13.9%	18.6%

Unpaid Claims Analysis



Item	1990	- 1991	1992	1993	1994	1995
Development of Prior Year Claims	\$666,604	\$1,627,592	\$2,197,302	\$4,377,190	\$5,555,895	\$8,118,055
Estimated Liability of Unpaid Claims Previous Year	\$728,395	\$1,885,334	\$3,724,736	\$4,423,752	\$5,856,811	\$8,172,095

Development of Prior Year Claims is the sum of total claims paid during the year but incurred in the prior year, and claims unpaid as of 12/31 of the current year on claims incurred in prior years.

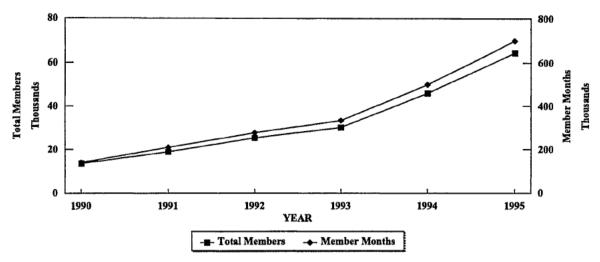
Estimated Liability of Unpaid Claims Previous Year is the estimated liability of all unpaid claims as 12/31 of the previous year.

The graph shows the trend in unpaid claims liability and the accuracy of the HMO in accounting for outstanding liabilities. A relatively large gap between the two trends or erratic trend behavior may require a more detailed analysis of claims management operations. Relatively large changes in both value should be examined on a per member per month basis.

89

Exclusive Healthcare, Inc.

Total Enrollment



Item	1990	1991	1992	1993	1994	1995
Total Members	13,483	18,801	25,309	30,116	45,969	64,405
Total Members	13,463		/	1		
Total Member Months	138,827	208,865	276,835	332,671	498,557	698,460

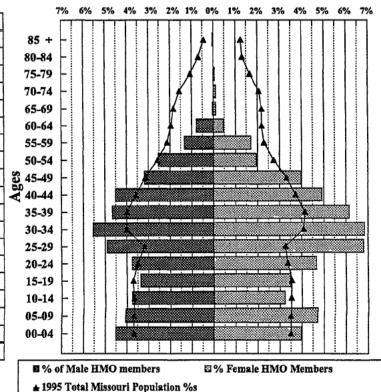
1995 Missouri Enrollment Demographics

Note: The following enrollment chart and table only includes HMO members residing in Missouri.

Average Age of Enrollees = 28.6

Percentage of Female Enrollees = 53.0%

Males	Females	Totals
1	0	1
0	0	0
0	1	1
0	2	2
1	2	3
16	9	25
27	34	61
51	39	90
64	80	144
91	99	190
94	124	218
112	138	250
99	137	236
76	94	170
68	70	138
76	65	141
82	95	177
91	80	171
949	1,069	2,018



GenCare Health Systems, Inc. P.O. Box 419079 St. Louis, MO 63141-9079 800/627-0607 State of Domicile: Missouri Incorporated: February 26, 1985 Admitted to Missouri: July 23, 1985 Federally qualified: October 8, 1985 Accredited: N/A Model type: IPA

An affiliated company of: United HealthCare Corporation

1995 YEAR-END OFFICERS

President: Thomas Zorumski
Secretary: Brigid M. Spicola
Vice President & Treasurer: David P. Koppe
Other Officers: William W. McGuire, M.D.,
Jeannine M. Rivet
Kevin H. Roche

1995 MISSOURI ENROLLMENT

Total Missouri member months (including ASO enrollment):

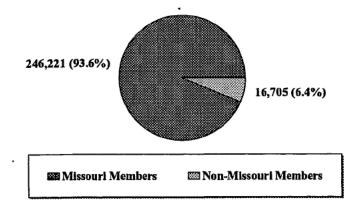
2,694,591

Missouri members (including ASO enrollment):

246,221

1995 TOTAL ENROLLMENT

Non-Missouri enrollment includes Illinois and Kansas HMO (and ASO) members



ILLINOIS COUNTIES IN SERVICE AREA

Bond, Calhoun, Clinton, Greene, Jersey, Macoupin, Madison, Monroe, Montgomery, Randolph, St. Clair, Williamson

1995 YEAR-END DIRECTORS

William W. McGuire, M.D. David P. Koppe

SERVICE AREA OPERATIONS DATA

Approximate number of contracted hospitals:

118

Approximate number of contracted primary care physicians (PCPs):

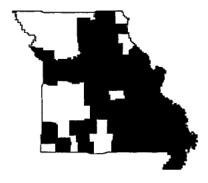
1,800

Total number of participating physicians:

6,270

MISSOURI COUNTIES IN SERVICE AREA

Adair, Audrain, Barry, Bollinger, Boone, Butler, Callaway, Camden, Cape Girardeau (POS only), Carter, Cass, Chariton, Christian, Clay, Cole. Cooper, Crawford, Dent, Dunklin, Franklin, Gasconade, Greene, Howard, Howell, Iron, Jackson, Jasper, Jefferson, Johnson, Knox, Laclede, Lafayette, Lewis, Lincoln, Linn, Macon, Madison, Miller, Mississippi (POS), Moniteau, Moaroe, Montgomery, Morgan, New Madrid, Newton, Oregon, Osage, Perniscot, Perry, Pettis, Phelps, Pike, Platte, Pulatski, Randolph, Reynolds, Ripley, St. Charles, St. Francois, Ste. Genevieve, St. Louis, St. Louis City, Schuyler, Scotland, Saline, Scott (POS only). Shannon, Shelby, Stoddard, Sullivan, Taney, Texas, Warren, Washington, Wayne, Webster



KANSAS COUNTIES IN SERVICE AREA

Johnson, Leavenworth, Miami, Wyandotte

GENCARE HEALTH SYSTEMS, INC.

MANAGEMENT DISCUSSION AND ANALYSIS¹

1. Organization Overview

GenCare Health Systems, Inc. (the Company), a for-profit health maintenance organization, offers its enrollees a variety of managed care programs and products through contractual arrangements with health care providers. The Company has entered into contracts with physicians, hospitals and other health care providers pursuant to which such providers deliver medical care to its enrollees on a modified fee-for-service or capitated basis.

On January 3, 1995, the Company was acquired by and became a wholly owned subsidiary of Midwest Physicians Health Programs, Inc., a substantially wholly owned subsidiary of United HealthCare Services Company, Inc., an HMO management corporation which provides services to the Company under terms of a management agreement. United HealthCare Services, Inc. (formerly United Management Company) is a wholly owned subsidiary of United HealthCare Corporation.

The Company has continued its growth in revenues and membership during 1995. The Company's revenues consist primarily of premiums from GenCare HMO and POS products, and in 1995 include revenue from new Medicaid and Medicare Risk contracts. Membership grew from a base 197,846 at year end 1994 to 262,926 members at December 31, 1995, a 33% increase. The growth was attributable to an increase of 43,649 members in commercial groups (including Administrative Service Only (ASO) membership), and the addition of membership in Medicaid and Medicare products. Membership of 19,066 resulted from a new Medicaid contract and membership of 2,365 members came from a new Medicare Risk contract.

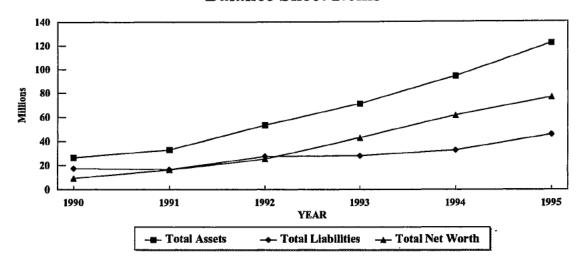
2. Results of Operations (Year Ended December 31, 1995 to Year Ended December 31, 1994)

Revenue increased by over \$35 million from 1994 to 1995. This increase was due to an increase in commercial membership of 22% and new Medicare and Medicaid products which combined for over \$10 million in premium revenue in 1995. Commercial premium yields actually decreased slightly in 1995 due to benefit changes and the competitive environment. This refers to commercial premiums per member per month (including ASO member months) decreasing from \$107 in 1994 to \$93 in 1995. The medical loss ratio in 1995 was under 81% compared to 79% in 1994. Commercial medical costs, on a per member per month basis, increased by 2% in 1995. Administrative costs, on a per member per month (PMPM) basis increased 32% from 1994 to 1995 (from \$11.38 PMPM in 1994 to \$15.00 PMPM in 1995, including ASO member months). This increase was due to increases in the number of employees as the Company has grown, restructuring of the Company, new product development and the expansion of products into additional states.

92 December 1996

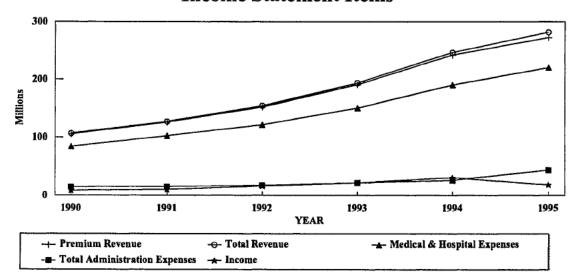
¹Excerpts quoted from GenCare Health Systems, Inc.'s 1995 "Management's Discussion and Analysis" supplemental filing. Italicized text indicates unquoted text added for clarification.

Balance Sheet Items

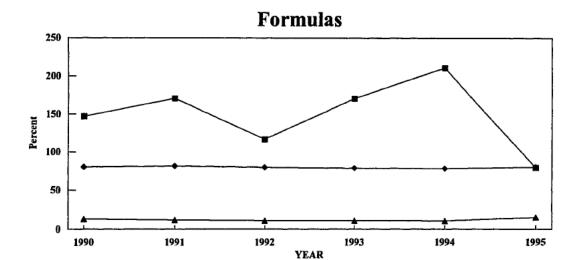


Item	1990	1991	1992	1993	1994	1995
Total Assets	\$26,442,633	\$32,946,929	\$52,884,840	\$70,903,930	\$93,977,383	\$121,738,316
Total Liabilities	\$17,294,792	\$16,609,999	\$27,401,390	\$28,116,949	\$32,718,641	\$45,517,650
Total Net Worth	\$9,147,841	\$16,336,930	\$25,483,450	\$42,786,981	\$61,258,742	\$76,220,666

Income Statement Items



Item	1990	1991	1992	1993	1994	1995
Premium Revenue	\$104,551,748	\$125,068,499	\$151,931,842	\$190,346,970	\$241,697,937	\$272,313,289
Total Revenue	\$105,753,365	\$126,527,498	\$153,806,095	\$193,360,352	\$246,070,601	\$281,513,108
Medical & Hospital Expenses	\$83,965,704	\$102,035,320	\$120,889,283	\$150,359,791	\$190,103,934	\$219,996,318
Administration Expenses	\$13,910,835	\$14,876,627	\$17,166,429	\$21,471,231	\$25,625,957	\$43,450,597
Income	\$7,876,826	\$9,615,551	\$15,750,383	\$21,529,330	\$30,340,710	\$18,066,193



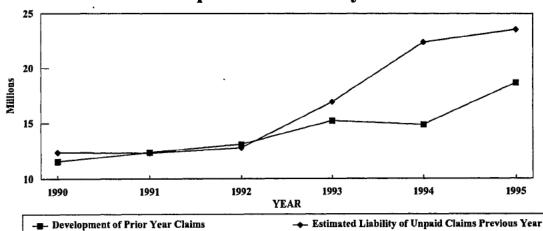
-- Current Ratio (Assets/Liabilities)

→ Medical & Hospital Expenses/Premium Revenue

Administration Expenses/Total Revenu

Item	1990	1991	1992	1993	1994	1995
Current Ratio (Assets/Liabilities)	147.0%	170.9%	116.6%	170.9%	210.7%	80.0%
Medical & Hospital Expenses/Premium Revenue	80.3%	81.6%	79.6%	79.0%	78.7%	80.8%
Administration Expenses/Total Revenue	13.2%	11.8%	11.2%	11.1%	10.4%	15.4%

Unpaid Claims Analysis



Item	1990	1991	1992	1993	1994	1995
Development of Prior Year Claims	\$11,580,674	\$12,380,318	\$13,098,683	\$15,228,598	\$14,887,043	\$18,671,498
Estimated Liability of Unpaid Claims Previous Year	\$12,392,915	\$12,325,623	\$12,776,911	\$16,904,895	\$22,377,869	\$23,522,523

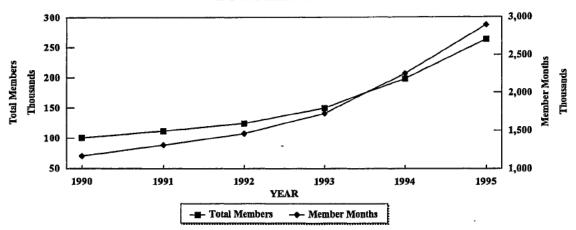
Development of Prior Year Claims is the sum of total claims paid during the year but incurred in the prior year, and claims unpaid as of 12/31 of the current year on claims incurred in prior years.

Estimated Liability of Unpaid Claims Previous Year is the estimated liability of all unpaid claims as 12/31 of the previous year.

The graph shows the trend in unpaid claims liability and the accuracy of the HMO in accounting for outstanding liabilities. A relatively large gap between the two trends or erratic trend behavior may require a more detailed analysis of claims management operations. Relatively large changes in both value should be examined on a per member per month basis.

Note: The following enrollment chart and table includes HMO and ASO members residing in Illinois, Kansas, and Missouri.

Total Enrollment



Item	1990	1991	1992	1993	1994	1995
Total Members	100,362	111,483	124,450	149,883	197,846	262,926
Total Member Months	1,162,558	1,306,093	1,457,887	1,724,875	2,251,361	2,894,983

1995 Missouri HMO Enrollment Demographics

Note: The following enrollment chart and table only includes Missouri HMO members. ASO enrollment is excluded. Approximately 10% of the totals shown are Medicaid recipients.

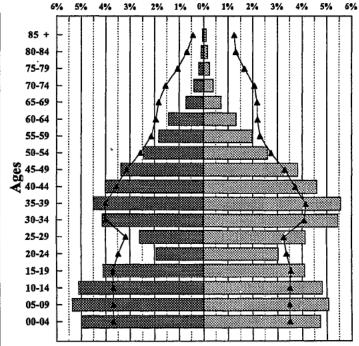
Average Age of Enrollees

Commercial Members = 30.5 Medicare Members = 73.1 Medicaid Members = 13.6 Total Members = 29.4

Percentage of Female Enrollees

Commercial Members = 51.8% Medicare Members = 61.3% Medicaid Members = 59.0% Total Members = 52.7%

Males	Females	Totals
97	182	279
204	280	484
387	458	845
778	742	1,520
1,395	1,399	2,794
2,822	2,583	5,405
3,592	3,867	7,459
4,827	5,092	9,919
6,619	7,493	14,112
7,865	9,008	16,873
8,852	10,917	19,769
8,128	10,681	18,809
5,112	8,088	13,200
3,803	5,931	9,734
8,065	8,025	16,090
10,051	9,443	19,494
10,536	9,944	20,480
9,789	9,253	19,042
92,922	103,386	196,308



■ % of Male HMO members

☑ % Female HMO Members

▲ 1995 Total Missouri Population %s

December 1996

Good Health HMO, Inc., d/b/a Blue-Care, Inc.

Good Health HMO, Inc., d/b/a Blue-Care, Inc.
One Pershing Square, 2301 Main Street
Kansas City, MO 64108
816/395-2222 or 816/561-2300
State of Domicile: Missouri

Incorporated: October 12, 1988
Admitted to Missouri: September 28, 1988
Federally qualified: N/A
Accredited: NCQA
Model type: IPA

An affiliated company of: Blue Cross and Blue Shield of Kansas City

1995 YEAR-END OFFICERS

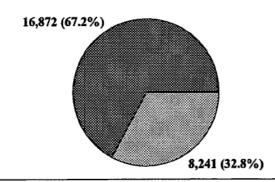
President: Larry Kent Chastain Secretary: Michael Trent Marcotte Chief Financial Officer: Charles Gary Deanhardt Other Officers: Richard Preston Krecker, Chairman

1995 MISSOURI ENROLLMENT

Total Missouri member months: 180,852 Total Missouri members: 16,872

1995 TOTAL ENROLLMENT

Non-Missouri enrollment includes Kansas members



Missouri Members

■ Non-Missouri Members

1995 YEAR-END DIRECTORS

Richard Preston Krecker Larry Kent Chastain Michael Trent Marcotte

SERVICE AREA OPERATIONS DATA

Number of hospitals contracted with in Kansas and Missouri:

28

Approximate number of primary care physicians in Kansas and Missouri: 485

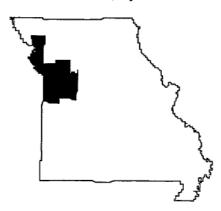
Total number of participating physicians in Kansas and Missouri: 1.200

MISSOURI COUNTIES IN SERVICE AREA

Andrew, Buchanan, Cass, Clay, Jackson, Johnson, Lafayette, Platte, Ray

KANSAS COUNTIES IN SERVICE AREA

Johnson, Wyandotte



GOOD HEALTH HMO, INC., d/b/a BLUE-CARE

NOTES TO FINANCIAL STATEMENTS¹

1. Organization and Operation

Good Health HMO, Inc. (the Company) is a wholly owned subsidiary of Blue Cross and Blue Shield of Kansas City. The Company markets HMO benefits under the name of Blue-Care. The Company operates as an Independence Practice Association, providing comprehensive health services to its members on a prepaid basis. The Company is licensed by the states of Missouri and Kansas and regulated under state statutes pertaining to HMO's. The Company currently serves the Kansas City metropolitan area. The Company has contracted with the Health Care Finance Administration to provide benefits to Medicare qualified enrollees on a risk basis under section 1876(g) of the Social Security Act. Supplemental benefits available to Medicare qualified enrollees are provided in return for a supplemental premium collected from employer groups or Medicare eligible individuals. At December 31, 1995,

approximately 4% of all members were represented by Medicare members.

2. Significant Accounting Policies

Administrative Service Only (ASO) contracts are those for which the various employers retain all health care service risks, while the Company assumes administrative risk. The Company does not reflect payment of ASO claims in its Statement of Revenue and Expenses. Total self-insured health care serviced ASO benefits approximated \$18,202,000 and \$15,790,000 in 1995 and 1994, respectively.

3. Risk/Incentive Sharing

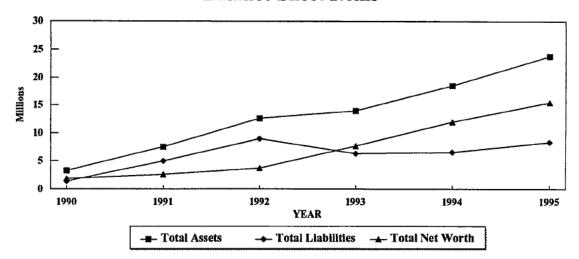
Contracts with the primary care physicians contain provisions for payment of capitated services and risk sharing incentives. Under the terms of the contracts, the Company and the physicians share in the programs gains or losses. The physicians' loss is limited to 25% of their capitation fund and is shared equally with the Company up to that limit, while program gains in the referral fund are divided equally between the physicians who have a surplus in their individual referral fund and the Company.

December 1996

¹Excerpts quoted from the Statement as of December 31, 1995 of the Good Health HMO, Inc., d/b/a Blue-Care.

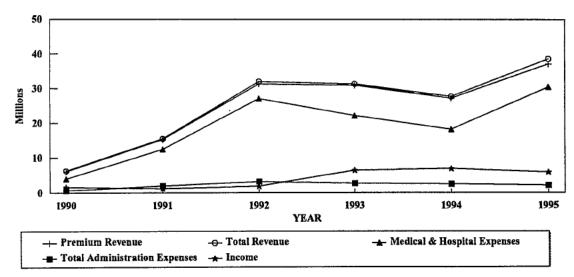
Good Health HMO, Inc., d/b/a Blue-Care, Inc.

Balance Sheet Items



Item	1990	1991	1992	1993	1994	1995
Total Assets	\$3,203,001	\$7,519,938	\$12,655,488	\$14,002,983	\$18,541,521	\$23,902,753
Total Liabilities	\$1,361,097	\$4,970,288	\$8,970,796	\$6,302,034	\$6,524,780	\$8,380,772
Total Net Worth	\$1,841,904	\$2,549,650	\$3,684,692	\$7,700,949	\$12,016,741	\$15,521,981

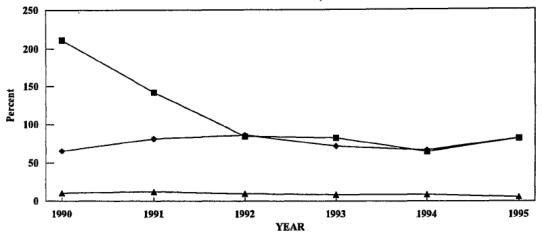
Income Statement Items



Item	1990	1991	1992	1993	1994	1995
Premium Revenue	\$6,066,343	\$15,301,961	\$31,362,066	\$30,925,211	\$27,216,373	\$37,108,648
Total Revenue	\$6,213,473	\$15,497,591	\$32,003,691	\$31,335,693	\$27,699,209	\$38,559,443
Medical & Hospital Expenses	\$3,987,115	\$12,445,976	\$27,025,795	\$22,170,656	\$18,252,568	\$30,527,123
Administration Expenses	\$646,116	\$1,890,869	\$3,150,854	\$2,693,780	\$2,513,849	\$2,122,580
Income	\$1,580,242	\$1,160,746	\$1,827,042	\$6,471,257	\$6,932,792	\$5,909,740

Good Health HMO, Inc., d/b/a Blue-Care, Inc.

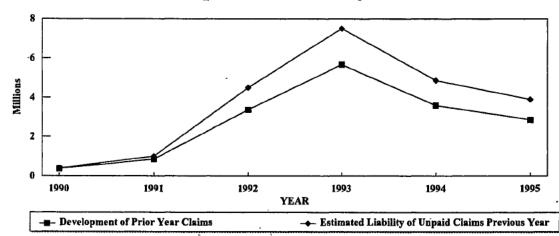




- Current Ratio (Assets/Liabilities)		→ Medical & Hospital Expenses/Premium Revenue
▲ Administration Expenses/Total Revenue	•	

Item	1990	1991	. 1992	1993	1994	1995
Current Ratio (Assets/Liabilities)	211.5%	141.7%	84.7%	82.8%	64.5%	82.3%
Medical & Hospital Expenses/Premium Revenue	65.7%	81.3%	86.2%	71.7%	67.1%	82.3%
dministration Expenses/Total Revenue	10.4%	12.2%	9.8%	8.6%	9.1%	5.5%

Unpaid Claims Analysis



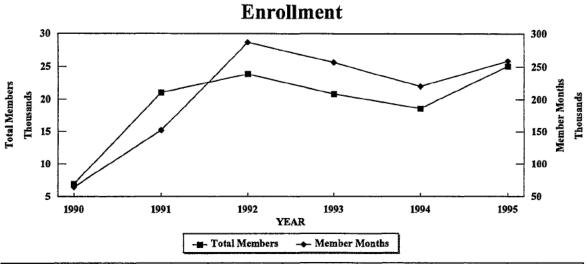
Item	1990	1991	1992	1993	1994	1995
Development of Prior Year Claims	\$374,926	\$847,079	\$3,365,231	\$5,665,900	\$3,585,776	\$2,853,299
Estimated Liability of Unpaid Claims Previous Year	\$394,804	\$988,501	\$4,486,471	\$7,500,704	\$4,863,298	\$3,905,208

Development of Prior Year Claims is the sum of total claims paid during the year but incurred in the prior year, and claims unpaid as of 12/31 of the current year on claims incurred in prior years.

Estimated Liability of Unpaid Claims Previous Year is the estimated liability of all unpaid claims as 12/31 of the previous year.

The graph shows the trend in unpaid claims liability and the accuracy of the HMO in accounting for outstanding liabilities. A relatively large gap between the two trends or erratic trend behavior may require a more detailed analysis of claims management operations. Relatively large changes in both value should be examined on a per member per month basis.

Good Health HMO, Inc., d/b/a Blue-Care, Inc.



Item	1990	1991	1992	1993	1994	1995
		,				
Total Members	6,885	21,035	23,865	20,821	18,594	25,113
Total Member Months	63,947	151,996	286,636	256,116	220,055	258,666

1995 Enrollment Demographics

Note: Although the lines in the following chart depict the distribution of total Missouri population, the bars actually represent all HMO members including those residing in Kansas and Missouri. Approximately 7% of the gender counts shown are Medicare enrollees.

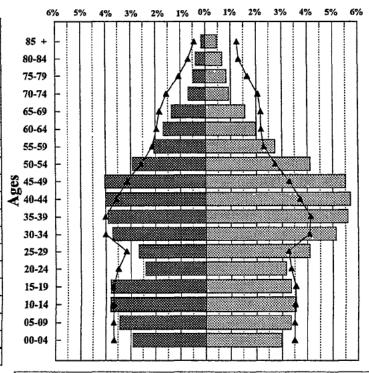
Average Age of Enrollees

Commercial Members = 32.4 Medicare Members = 73.4 Total Members = 35.3

Percentage of Female Enrollees

Commercial Members = 55.3% Medicare Members = 59.% Total Members = 55.6%

Males	Females	Totals
40	113	153
98	166	264
120	205	325
171	232	403
342	395	737
423	495	918
521	684	1,205
729	1,032	1,761
1,011	1,380	2,391
1,006	1,428	2,434
976	1,404	2,380
934	1,284	2,218
674	1,028	1,702
607	794	1,401
955	840	1,795
957	887	1,844
864	840	1,704
731	747	1,478
11,159	13,954	25,113



₩ % of Male HMO members

≅ % Female HMO Members

▲ 1995 Total Missouri Population %s

Group Health Plan, Inc. 940 Westport Plaza, Suite 300 St. Louis, MO 63146 800/755-3901 or 314/453-1700 State of Domicile: Missouri Incorporated: May 22, 1985
Admitted to Missouri: September 10, 1985
Federally qualified: November 1, 1985
Accredited: N/A
Model type: Mixed

An affiliated company of: Coventry Corporation

1995 YEAR-END OFFICERS

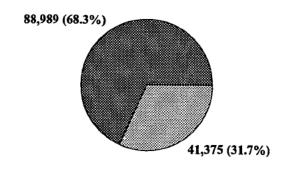
President: Michael F. Neidorff
Secretary: Shirley R. Smith
Chief Financial Officer: Lawrence P. Glascott III
Other Officers: Lucille I. McLain, Robert C. Packman M.D.,
James L. Touse, Patricia Harger, Lisa Williams,
Debra K. Gribble, Richard Jones, Marlene R. Reedy

1995 MISSOURI ENROLLMENT

Total Missouri member months: 1,059,655 Total Missouri members: 88,989

1995 TOTAL ENROLLMENT

Non-Missouri enrollment includes Illinois members



Missouri Members

Non-Missouri Members

1995 YEAR-END DIRECTORS

Michael F. Neidorff, Bruce E. Woodruff, Richard Jones, Lucille I. McLain, James L. Touse, Robert C. Packman M.D., David J. Meiners M.D., Jacob Klein M.D., Michael E. Miller, James P. Bradley, Barrett L. Boehm

SERVICE AREA OPERATIONS DATA

Number of hospitals contracted with in Illinois and Missouri:

68

Approximate number of primary care physicians in Illinois and Missouri: 940

Total number of participating physicians in Illinois and Missouri: 3.200

MISSOURI COUNTIES IN SERVICE AREA

Audrain, Boone Callaway, Camden, Cole, Cooper, Crawford, Franklin, Gasconade, Howard, Jefferson, Laclede, Lincoln, Madison, Maries, Miller, Moniteau, Montgomery, Morgan, Osage, Pike, Pulaski, Randolph, St.Charles, St.Francois, Ste.Genevieve, St.Louis, St.Louis City, Warren, Washington



ILLINOIS COUNTIES IN SERVICE AREA

Bond, Calhoun, Christian, Clinton, Coles, Franklin, Jackson, Jefferson, Jersey, Johnson, Macoupin, Madison, Marion, Menard, Monroe, Montgomery, Morgan, Perry, Randolph, Saline, Sangamon, St.Clair, Union, Washington, Williamson

GROUP HEALTH PLAN, INC.

NOTES TO FINANCIAL STATEMENTS¹

1. Organization and Operation

Group Health Plan (GHP) is licensed in Missouri and Illinois to conduct business as a Health Maintenance Organization. It is a wholly owned subsidiary of Coventry Corporation located in Nashville, Tennessee. GHP operates as both a staff model HMO and as an IPA (Independent Physician Association) network HMO. GHP pays capitation or negotiated fee for services to the physicians within the IPA networks. Three basic products offered are as follows:

- I. "Access" is a full HMO IPA network and out of network coverage. Through "Access Plus" members may add a point of service (POS) benefit with physicians out of the network.
- II. "GHP Exclusive" is the staff HMO in which members are covered by stand alone health centers. "Exclusive Plus" then includes a point of service (POS) option.
- III. "Group I" is covered by the stand alone health centers and an additional network called "Unity Health Network." This product also includes a POS option.

2. Significant Accounting Policies

GHP offers the out-of-network coverage with the use of its affiliate, American Service Life Insurance Company. Furthermore, GHP offers Medicare Cost Coverage, Medicare Risk Coverage, and an Individual Health Plan. Champion Dental Services (CDS) is a wholly owned subsidiary of GHP and offers a prepaid dental plan. Care Management Resources (CMR) is a division of GHP which is licensed in Missouri as a Third Party Administrator (TPA) and provides administrative services for self-insured groups. Self-insured contract activity, represents contracts for which the various employers retain all health care service risks, while the Plan assumes administrative risk. The Plan does not reflect payment of TPA claims in its Statement of Revenue and Expenses.

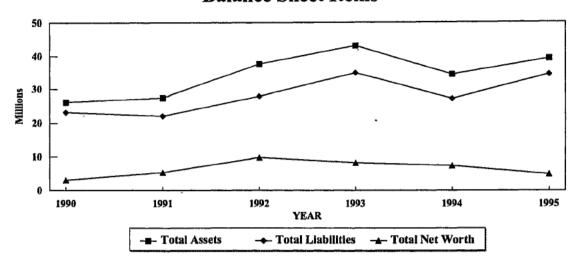
3. Results of Operations

Throughout 1995, there was increased activity in negotiating many of the provider contracts. These new contracts placed providers at risk for more, while reducing the risk to GHP. Membership increases had a positive impact on premium revenue in 1995. GHP opened offices in Jefferson City, Missouri, Sparta Illinois, and Farmington, Missouri. These new offices are part of planned growth outside the St. Louis metro area. Significant new products include a Medicare Risk product and an open access product. GHP health centers are a provider network for HealthCare USA of Missouri (a sister corporation of GHP) where the contract was signed in 1995.

Inc.

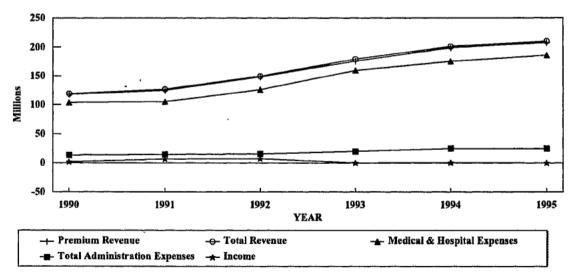
¹Excerpts quoted from the Statement as of December 31, 1995 of the Group Health Plan,

Balance Sheet Items

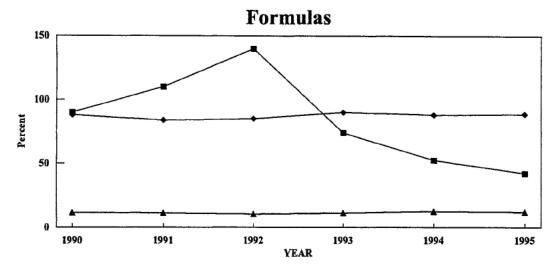


Item	1990 .	1991	1992	1993	1994	1995
Total Assets	\$26,174,364	\$27,345,286	\$37,670,299	\$43,042,104	\$34,432,073	\$39,268,548
Total Liabilities	\$23,087,074	\$21,994,557	\$27,889,855	\$34,830,488	\$27,084,716	\$34,398,135
Total Net Worth	\$3,087,290	\$5,350,729	\$9,780,444	\$8,211,616	\$7,347,357	\$4,870,413

Income Statement Items



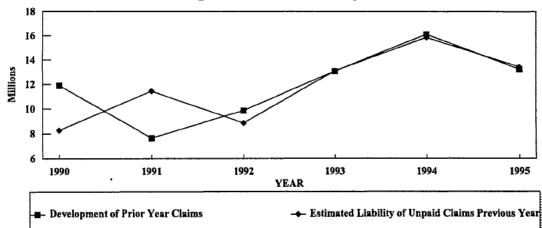
Item	1990	1991	1992	1993	1994	1995
Premium Revenue	\$117,498,332	\$125,053,795	\$147,823,726	\$175,855,005	\$198,611,819	\$207,870,575
Total Revenue	\$118,828,105	\$126,409,777	\$149,306,901	\$178,982,343	\$200,890,738	\$210,214,011
Medical & Hospital Expenses	\$103,376,428	\$105,191,901	\$126,244,207	\$158,958,616	\$175,348,174	\$185,385,607
Administration Expenses	\$13,493,311	\$14,212,861	\$15,562,434	\$19,871,350	\$24,820,221	\$24,830,449
Income	\$1,958,366	\$7,005,015	\$7,500,260	\$152,377	\$722,343	(\$2,045)



- Current Ratio (Assets/Liabilities) - Medical & Hospital Expenses/Premium Revenue
- Administration Expenses/Total Revenue

Item	1990	1991	1992	1993	1994	1995
Current Ratio (Assets/Liabilities)	90.0%	110.0%	140.0%	74.3%	52.5%	42.1%
Medical & Hospital Expenses/Premium Revenue	88.0%	84.1%	85.4%	90.4%	88.3%	89.2%
Administration Expenses/Total Revenue	11.4%	11.2%	10.4%	11.1%	12.4%	11.8%

Unpaid Claims Analysis



Item	1990	1991	1992	1993	1994	1995
Development of Prior Year Claims	\$11,906,174	\$7,629,578	\$9,836,500	\$13,074,375	\$16,123,366	\$13,258,047
Estimated Liability of Unpaid Claims Previous Year	\$8,251,313	\$11,434,475	\$8,841,853	\$13,110,966	\$15,846,873	\$13,428,009

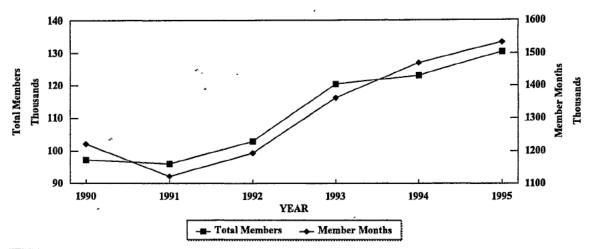
Development of Prior Year Claims is the sum of total claims paid during the year but incurred in the prior year, and claims unpaid as of 12/31 of the current year on claims incurred in prior years.

Estimated Liability of Unpaid Claims Previous Year is the estimated liability of all unpaid claims as 12/31 of the previous year.

The graph shows the trend in unpaid claims liability and the accuracy of the HMO in accounting for outstanding liabilities. A relatively large gap between the two trends or erratic trend behavior may require a more detailed analysis of claims management operations. Relatively large changes in both value should be examined on a per member per month basis.

December 1996

Enrollment



Item	1990	1991	1992	1993	1994	1995
Total Members	97.180	96,042	102,823	120,464	123,050	130,364
Total Member Months	1,220,626	1.121.418	1.193.071	1,361,504	1,469,707	1,533,038
Total Menibel Months	1,220,020,	1,121,410	1,193,071	1,501,504	1,402,707	1,000,000

1995 Enrollment Demographics

Note: Although the lines in the following chart depict the distribution of total Missouri population, the bars actually represent all HMO members including those residing in Illinois and Missouri. Approximately 10% of the gender counts shown are Medicare enrollees.

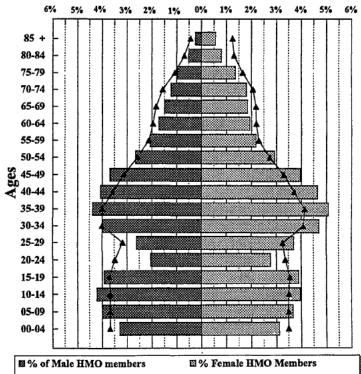
Average Age of Enrollees

Commercial Members = 30.9 Medicare Members = 73.7 Total Members = 35.4

Percentage of Female Enrollees

Commercial Members = 52.1% Medicare Members = 59.3% Total Members = 52.9%

Males	Females	Totals
327	739	1,066
683	1,039	1,722
1,261	1,787	3,048
1,618	2,373	3,991
1,971	2,444	4,415
2,265	2,555	4,820
2,732	2,876	5,608
3,514	3,851	7,365
4,860	5,208	10,068
5,343	6,107	11,450
5,775	6,675	12,450
5,256	6,189	11,445
3,430	4,870	8,300
2,698	3,645	6,343
5,157	5,121	10,278
5,533	5,212	10,745
5,260	4,825	10,085
4,338	4,114	8,452
62,021	69,630	131,651



± 1995 Total Missouri Population %s

Healthcare USA of Missouri LLC

Healthcare USA of Missouri LLC 100 South Fourth St., Suite 1100 St. Louis, MO 63102 800/213-7792 or 314/241-5300 State of Domicile: Missouri

Admitted to Missouri: June 13, 1995
Federally qualified: N/A
Accredited: N/A
Model type: Mixed

Commenced Business: January 31, 1995

An affiliated company of: Coventry Corporation

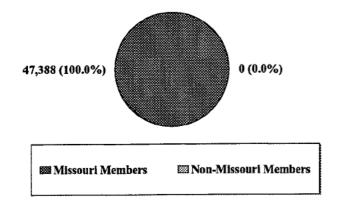
1995 YEAR-END OFFICERS

President: Christopher T. Fey Secretary: Richard S. Gonzales Chief Financial Officer: Glenn J. Davis Other Officers: Kathryn N. Vedder

1995 MISSOURI ENROLLMENT

Total Missouri member months:
47,388
Total Missouri members:
144,749

1995 TOTAL ENROLLMENT



1995 YEAR-END DIRECTORS

Christopher T. Fey, Richard S. Gonzales Glenn J. Davis, Kathryn N. Vedder Richard R. Cavanagh

SERVICE AREA OPERATIONS DATA

Number of Missouri hospitals contracted with in service area:

:6

Approximate number of primary care physicians (PCPs) in service area:

515

Total number of participating physicians in service area:

3,095

MISSOURI COUNTIES IN SERVICE AREA

Audrain, Boone, Callaway, Camden, Cass, Chariton, Clay, Cole, Cooper, Franklin, Gasconade, Howard, Jackson, Johnson, Lafayette, Miller, Moniteau, Monroe, Montgomery, Morgan, Osage, Pettis, Platte, Randolph, Ray, St.Charles, St.Louis, St.Louis City, Saline, Warren



HEALTHCARE USA OF MISSOURI LLC

NOTES TO FINANCIAL STATEMENTS¹

1. Organization and Operation

Healthcare USA of Missouri LLC (the Company) was granted a Certificate of Authority on *June 13, 1995* with the Missouri Department of Insurance. The home office is located in St. Louis, Missouri. The Company is a health maintenance organization which contracts with the Missouri Medicaid Managed Care Program. The Company is seventy percent owned by Healthcare USA-Midwest, Inc. (Midwest), which is a wholly owned subsidiary of Healthcare USA, Inc. (HCUSA), of Jacksonville, Florida. *Healthcare USA, Inc., is wholly owned subsidiary of Coventry Corporation*. The parent company, HCUSA contributed \$1,059,600 in 1995 to the Company by way of cash.

2. Significant Accounting Policies

The Company contracts with various health care providers for the provision of certain medical care services to its members. Primary care physicians (PCPs) are generally compensated on a capitation basis and hospitals are compensated for inpatient hospitalization costs on a per diem basis based upon Medicaid per diem rates and/or rates established under separate contracts between the individual hospital and the Company. The Company does not have any administrative service only contracts.

3. Results of Operations

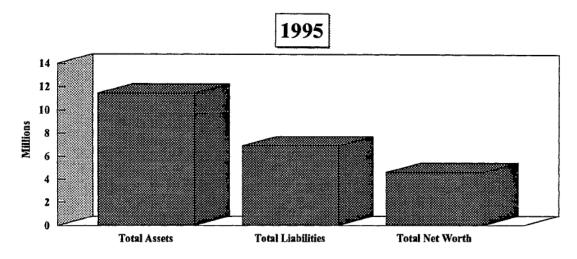
This was the first year (1995) of operations for the Company. Members were enrolled beginning in the fourth quarter of 1995. Therefore this (the following operations information) is not a full year of operations. A favorable impact on net revenues/income is that the State of Missouri has mandatory enrollment of all eligible Medicaid recipients. The Company plans to respond to Requests for Proposals (RFPs) for the central Missouri and Kansas City areas.

December 1996

Excerpts quoted from the Statement as of December 31, 1995 of the Healthcare USA of Missouri LLC. Italicized text indicates unquoted text added for clarification.

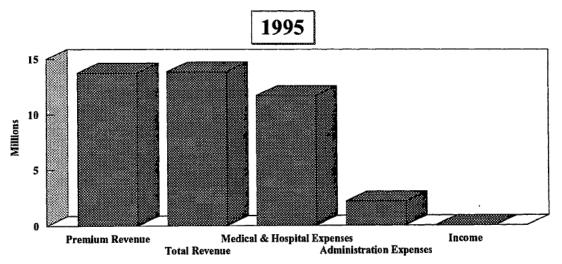
Healthcare USA of Missouri LLC

Balance Sheet Items



Item	1995
Total Assets	\$11,464,515
Total Liabilities	\$6,881,702
Total Net Worth	\$4,582,813

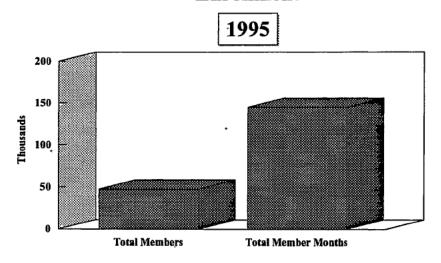
Income Statement Items



Item	1995	
Premium Revenue	\$13,750,668	
Total Revenue	\$13,858,766	
Medical & Hospital Expenses	\$11,690,690	
Administration Expenses	\$2,162,262	
Income	\$5,814	

Healthcare USA of Missouri LLC

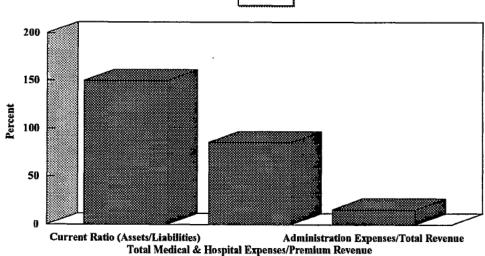
Enrollment



Item	1995
Total Members	47,388
Total Member Months	144,749

Formulas

1995



Item	1995	
Current Ratio (Assets/Liabilities)	149.4%	
Total Medical & Hospital Expenses / Premium Revenue	85.0%	
Administration Expenses / Total Revenue	15.6%	

December 1996

Healthcare USA of Missouri LLC

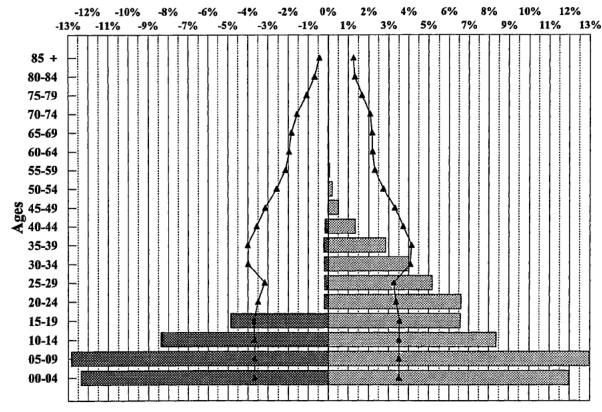
1995 Enrollment Demographics

Note: The following enrollment chart and table depicts the demographic composition of Healthcare USA of Missouri LLC enrollees, all of whom are Medicaid recipients.

Average Age of Enrollees = 13.3

Percentage of Female Enrollees = 60.6%

Males	Females	Totals
0	0	0
0	0	0
0	1	1
0	1	1
2	1	3
4	10	14
7	29	36
4	80	84
6	213	219
64	553	617
90	1,183	1,273
80	1,664	1,744
70	2,147	2,217
81	2,737	2,818
2,012	2,728	4,740
3,473	3,472	6,945
5,328	5,396	10,724
5,124	4,968	10,092
16,345	25,183	41,528



₩ % of Male HMO members

™ % Female HMO Members

★ 1995 Total Missouri Population %s

HealthLink HMO, Inc.

777 Craig Road, Suite 110 St. Louis, MO 63141 800/624-2680 or 314/569-7200 State of Domicile: Missouri

An affiliated company of: Blue Cross Blue Shield of Missouri

Incorporated: July 29, 1992 Admitted to Missouri: January 14, 1993 Federally qualified: N/A Accredited: N/A

Model type: IPA

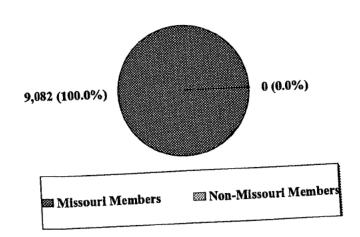
1995 YEAR-END OFFICERS

President: David Timothy Ott Secretary: John Allen O'Rourke Chief Financial Officer: - n/a -Other Officers: Michael Trent Marcotte

1995 MISSOURI ENROLLMENT

Total Missouri member months for the year: 90,480 Missouri members at end of year: 9,082

1995 TOTAL ENROLLMENT



1995 YEAR-END DIRECTORS

Larry Kent Chastain, Joe Marabito Karon Harris, John A. O'Rourke Ken Landau, David Timothy Ott

SERVICE AREA OPERATIONS DATA

Number of hospitals contracted with in Illinois and Missouri:

Approximate number of primary care physicians (PCP) in IL/MO area:

Total number of participating physicians: 2,434

MISSOURI COUNTIES IN SERVICE AREA

Audrain, Boone, Callaway, Cole, Cooper, Crawford, Franklin, Howard, Iron, Jefferson, Lincoln, Macon, Madison, Miller, Moniteau, Monroe, Montgomery, Perry, Phelps, Randolph, St. Charles, St. Francois, Ste. Genevieve, St. Louis, St. Louis City, Warren,



HEALTHLINK HMO, INC.

Notes to Financial Statements¹

1. Summary of Operations

HealthLink HMO, Inc. (The "Company"), was incorporated under the laws of Missouri on July 29, 1992 and operates as a state qualified health maintenance organization which provides health care services principally for a predetermined, prepaid, periodic fee to enrolled subscriber groups and individuals of selected insurance companies ("Payors"). The Company's service area currently includes the St. Louis metropolitan and Jefferson City-Columbia Missouri and Southern and Central Illinois. The Company is equally owned and controlled by HealthLink, Inc., ("HealthLink") a wholly owned subsidiary of RightCHOICE Managed Care, Inc. and Integrated Health Services, Inc. ("IHS"). IHS is a subsidiary of Blue Cross Blue Shield of Kansas City ("BCBSKC").

2. Medical Expenses

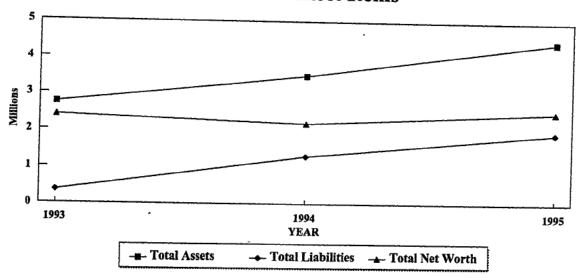
The Company arranges for comprehensive health care services for its members principally through two methods. It pays capitated fees to its primary care physician groups ("PCPs"). Capitated fees are fixed, monthly payments made without regards to the frequency, extent or nature of the primary care services actually furnished. The Company has other contractual relationships with specialists physicians and hospitals to provide non-primary care services. These providers are paid based on negotiated fee schedules. The Company is fully reimbursed by each Payor for all medical expenses relating to non-PCP providers. The Company has various programs that provide incentives to participating physicians through the use of risk-sharing agreements and other programs. Payments are made to these PCPs on their performance in controlling health care costs while providing quality health care. Expenses related to these programs, which are based in part on estimates, are recorded in the period which the related services are dispensed.

3. Related Parties

Amounts due from affiliates represent amounts due from Missouri Valley Life & Health Insurance Co. ("MVLH") for the reimbursement of medical expenses relating to providers other than primary care physicians. Premium receivable represents amounts due from insurance companies and self funded groups for premiums due but not yet received. During 1995, and 1994, capitation revenue and administrative fees were earned from MVLH, a payor, in the amount of \$1,337,375 and \$494,834 respectively, and \$898,623 and \$91,961 respectively. For our Missouri business, we (the Company) have entered into agreements with the following carriers to cede 100% of the HMO's liability fro the provision of all medically necessary covered services other than capitated services: Missouri Valley Life & Health Insurance Company; Continental Assurance Company; The Guardian Life Insurance Company of America; United Wisconsin Life Insurance Company, American Medical Security; and Massachusetts Mutual Life Insurance Company.

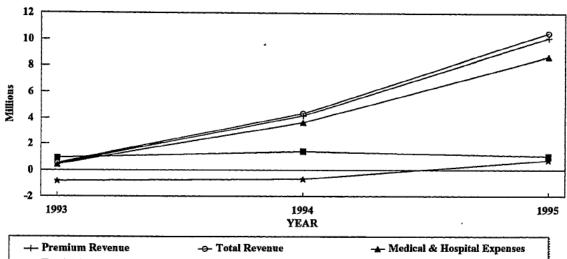
¹Excerpts quoted from the Statement As Of December 31, 1995 of the HealthLink HMO, INC. Italicized text indicates unquoted text added for purposes of clarification.

Balance Sheet Items



Item	1993	· 1994	1995
Total Assets	\$2,748,773	\$3,494,411	\$4,450,970
Total Liabilities	\$358,323	\$1,298,979	\$1,933,614
Total Net Worth	\$2,390,450	\$2,195,432	\$2,517,356

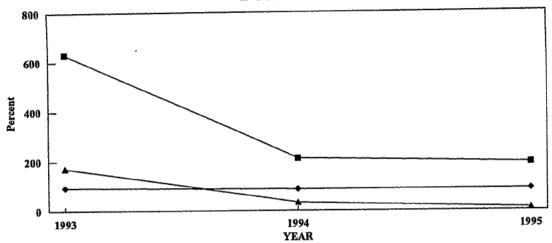
Income Statement Items



→ Premium R	evenue	- → Total Revenue	e <u>→</u> Medical &	Hospital Expenses
-#- Total Admi	nistration Expenses	Income		
Item	1993	3	1994	1995

Item	1993	1994	1995	
Premium Revenue	\$470,781	\$4,169,520	\$10,130,695	
Total Revenue	\$540,863	\$4,337,848	\$10,476,300	
Medical & Hospital Expenses	\$437,772 \$3,619,947		\$8,692,145	
Administration Expenses	Administration \$928 403		\$1,051,881	
Income	(\$825,312)	(\$684,119)	\$732,273	

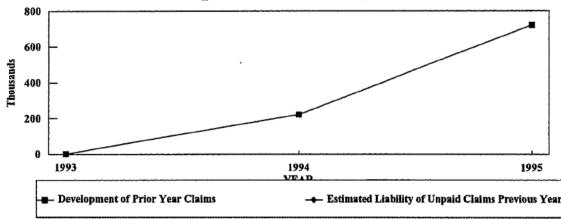




- Current Ratio (Assets/Liabilities) Medical & Hospital Expenses/Premium Revenue
- → Administration Expenses/Total Revenue

Item	1993	1994	1995	
Current Ratio (Assets/Liabilities)	630.0%	210.0%	190.6%	
Medical & Hospital Expenses/Premium Revenue	93.0%	86.8%	85.8%	
Administration Expenses/Total Revenue	Administration 171.7%		10.0%	

Unpaid Claims Analysis



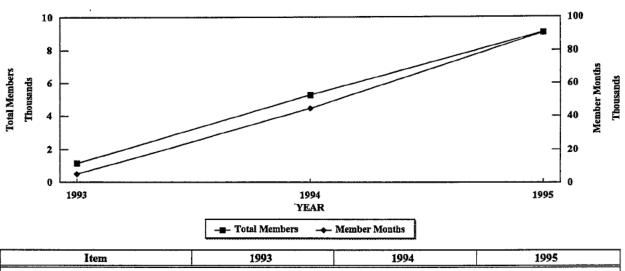
Item	1993	1994	1995	
Development of Prior Year Claims	n/a	\$222,787	\$720,031	
Estimated Liability of Unpaid Claims Previous Year	n/a	\$222,787	\$720,031	

Development of Prior Year Claims is the sum of total claims paid during the year but incurred in the prior year, and claims unpaid as of 12/31 of the current year on claims incurred in prior years.

Estimated Liability of Unpaid Claims Previous Year is the estimated liability of all unpaid claims as 12/31 of the previous year.

The graph shows the trend in unpaid claims liability and the accuracy of the HMO in accounting for outstanding liabilities. A relatively large gap between the two trends or erratic trend behavior may require a more detailed analysis of claims management operations. Relatively large changes in both value should be examined on a per member per month basis.

Enrollment



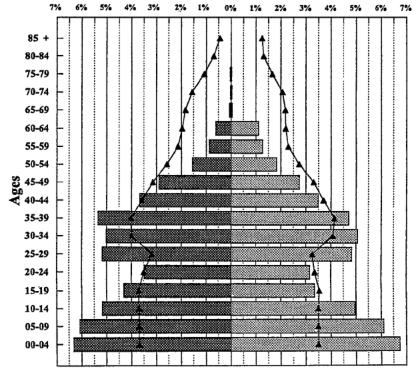
Item	1993	1994	1995
	>		
Total Members	1,141	5,263	9,082
Total Member Months	4,889	44,573	90,480

1995 Enrollment Demographics

Average Age of Enrollees = 25.1

Percentage of Female Enrollees = 49.4%

Males	Females	Totals
0	0	0
0	0	0
3	2	5
2	3	5
5	5	10
51	92	143
72	104	176
128	151	279
240	227	467
304	290	594
443	391	834
416	419	835
429	401	830
288	262	550
357	278	635
429	412	841
504	506	1,010
524	560	1,084
4,195	4,103	8,298



December 1996

HealthNet, Inc.

HealthNet, Inc.

2300 Main St., Suite 700 Kansas City, MO 64108-2415 816/221-8400 State of Domicile: Kansas

An affiliated company of: Affiliated Health Partners, Inc.

Incorporated: January 6, 1987 Admitted to Missouri: March 2, 1993 Federally qualified: January 6, 1987 Accredited: N/A Model type: Network

1995 YEAR-END OFFICERS

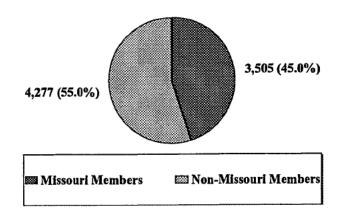
President: Andrew W. Dahl Secretary: Ronald A. Parton, M.D. Chief Financial Officer: Thomas R. Halvorson

1995 MISSOURI ENROLLMENT

Total Missouri member months for the year:
41,109
Missouri members at end of year:
3,505

1995 TOTAL ENROLLMENT

Non-Missouri enrollement includes members residing in Kansas



1995 YEAR-END DIRECTORS

Andrew W. Dahl Ronald A. Parton, M.D. Thomas R. Halvorson

SERVICE AREA OPERATIONS DATA

Number of hospitals contracted with in Kansas and Missouri:

14

Approximate number of primary care physicians (PCP) in KS/MO area:

409

Total number of participating physicians: 1.575

MISSOURI COUNTIES IN SERVICE AREA

Boone, Buchanan, Caldwell, Cass, Clay, Clinton, Cole, Cooper, Daviess, Grundy, Henry, Jackson, Johnson, Lafayette, Livingston, Pettis, Platte, Ray

KANSAS COUNTIES IN SERVICE AREA

Atchison, Douglas, Franklin, Jefferson, Johnson, Leavenworth, Miami, Shawnee, Wyandotte



HEALTHNET, INC.

Notes to Financial Statements Management's Discussion & Analysis¹

1. Summary of Operations

HealthNet, Inc. (the Corporation) operates as a health maintenance organization (HMO) formed for the purpose of providing comprehensive health care services to its members on a prepaid basis. The Corporation is licensed by the state of Missouri and regulated under the state statutes pertaining to HMOs. The Corporation currently served the Kansas City metropolitan area.

2. Medical and Hospital Claims and Capitation Costs-

The Corporation contracts with health care providers for the provision of certain related medical care to its members. As part of various physician and hospital risk-sharing arrangements, the Corporation retains a percentage of the payments to physicians and hospitals, which may be used to recover certain medical costs paid by the Corporation. Medical claims and capitation costs include all amounts incurred by the Corporation under those physician and hospital risk-sharing arrangements.

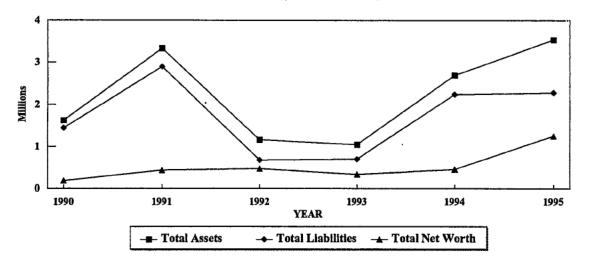
3. Related Parties

Effective September 1, 1994, the Corporation will file a consolidated federal income tax return with its new parent, Mid-America Health Partners, Inc. (MAHP) and Mid-America Health Network, Inc., a wholly-owned subsidiary of MAHP. Although no written tax-sharing agreement exists as of December 31, 1994, MAHP and its wholly-owned subsidiaries plan to allocate current tax expense or benefits based on each individual company's operating results. For the year ended December 31, 1995 and the period from January 1, 1994 to August 31, 1994, the Corporation contracted with Mid-America Health Network, Inc. (MAHN) and Affiliated Health Partners, Inc., respectively, for management services. The current parent, Mid-America Health Partners, Inc. (MAHP), was created by the merger of the previous parent corporation Affiliated Health Partners, Inc., itself a corporation created by four Kansas City area hospitals (Shawnee Mission Medical Center, Independence Regional Health Center, St. Luke's Hospital of Kansas City and St. Joseph Health Center).

¹Excerpts quoted from the Statement As Of December 31, 1995 Of The HealthNet, Inc., (the "Company") and the Company's 1995 "Management Discussion and Analysis" supplemental filing. Italicized text indicates unquoted text added for clarification.

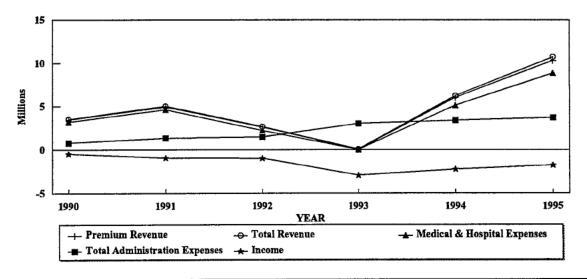
HealthNet, Inc.

Balance Sheet Items



Item	1990	1991	1992	1993	1994	1995
	1 61 601 000	00.000.100	0.150.505	01.046.000		1 50 541 555
Total Assets	\$1,621,299	\$3,327,176	\$1,159,725	\$1,046,282	\$2,701,809	\$3,541,775
Total Liabilities	\$1,435,346	\$2,894,180	\$682,679	\$706,468	\$2,240,820	\$2,287,116
Total Net Worth	\$185,953	\$432,996	\$477,046	\$339,814	\$460,989	\$1,254,659

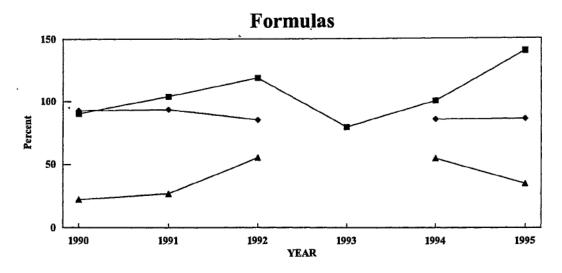
Income Statement Items



Item	1990	1991	1992	1993	1994	1995
	62 461 544	64.040.094	62 500 221	64 600	\$6,022,427	\$10,351,266
Premium Revenue	\$3,461,544	\$4,940,284	\$2,599,331	\$4,688		<u> </u>
Total Revenue	\$3,490,261	\$4,990,480	\$2,663,100	\$46,288	\$6,236,896	\$10,751,030
Medical & Hospital Expenses	\$3,205,394	\$4,611,356	\$2,205,761	(\$11,174)	\$5,118,346	\$8,867,360
Administration Expenses	\$765,542	\$1,325,135	\$1,465,523	\$3,031,041	\$3,393,952	\$3,701,124
Income	(\$480,675)	(\$946,011)	(\$1,008,184)	(\$2,973,579)	(\$2,275,402)	(\$1,817,454)

118 December 1996

HealthNet, Inc.

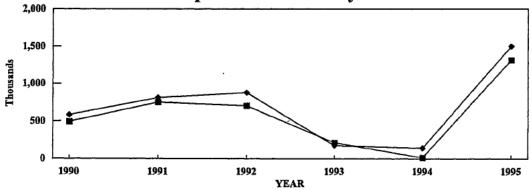


- --- Current Ratio (Assets/Liabilities)

 --- Administration Expenses/Total Revenue
- → Medical & Hospital Expenses/Premium Revenue

Item	1990	1991	1992	1993	1994	1995
Current Ratio (Assets/Liabilities)	90.0%	104.0%	119.0%	79.0%	100.0%	140.2%
Medical & Hospital Expenses/Premium Revenue	92.6%	93.3%	84.9%	-238.4%	85.0%	85.7%
Administration Expenses/Total Revenue	21.9%	26.6%	55.0%	6548.2%	54.4%	34.4%

Unpaid Claims Analysis



- Development of Prior Year Claims

Item	1990	1991	1992	1993	1994	1995
Development of Prior Year	N/A	N/A	N/A	\$212,180	\$9,045	\$1,314,209
Estimated Liability of Unpaid Claims Previous Year	\$583,000	\$809,001	\$877,163	\$174,778	\$139,551	\$1,498,149

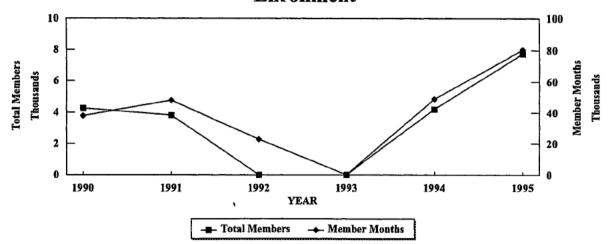
Development of Prior Year Claims is the sum of total claims paid during the year but incurred in the prior year, and claims unpaid as of 12/31 of the current year on claims incurred in prior years.

Estimated Liability of Unpaid Claims Previous Year is the estimated liability of all unpaid claims as 12/31 of the previous year.

The graph shows the trend in unpaid claims liability and the accuracy of the HMO in accounting for outstanding liabilities. A relatively large gap between the two trends or erratic trend behavior may require a more detailed analysis of claims management operations. Relatively large changes in both value should be examined on a per member per month basis.

HealthNet, Inc.

Enrollment



Item	1990	1991	1992	1993	1994	1995
Total Members	4,260	3,814	12	7	4,222	7,782
Total Member Months	37,811	47,844	22,693	110	48,829	80,415

1995 Enrollment Demographics

Note: Although the lines in the following chart depict the distribution of total Missouri population, the bars actually represent all HMO members including those residing in Kansas and Missouri. Approximately 12% of total enrollees shown are Medicaid recipients.

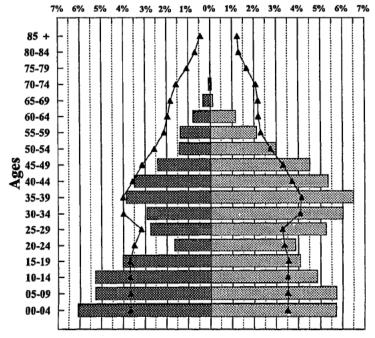
Average Age of Enrollees

Commercial Members = 28.9 Medicaid Members = 13.6 Total Members = 27.0

Males	Females	Totals
0	0	0
0	0	0
1	0	1
5	4	9
25	9	34
61	88	149
106	162	268
110	229	339
186	349	535
270	412	682
299	501	800
226	464	690
213	406	619
128	298	426
311	315	626
410	374	784
409	441	850
471	441	912
3,231	4,493	7,724

Percentage of Female Enrollees

Commercial Members = 58.0% Medicaid Members = 59.4% Total Members = 58.2%



■ % of Male HMO members

≅% Female HMO Members

▲ 1995 Total Missouri Population %s

HMO Missouri, Inc., d/b/a BlueChoice

HMO Missouri, Inc., d/b/a BlueChoice P.O. Box 66828 St. Louis, MO 63166-6828 800/634-4395 or 314/923-7700 State of Domicile: Missouri

An affiliated company of: Blue Cross and Blue Shield of Missouri

Incorporated: May 28, 1987
Admitted to Missouri: December 2, 1987
Federally qualified: August 31, 1989
Accredited: N/A
Model type: IPA

Model type: 11

1995 YEAR-END OFFICERS

President: Margarethe H. Hagemann, M.D.
Secretary: Janice C. Forsyth
Chief Financial Officer: Sandra A. VanTrease
Other Officers: Frederic C. Brussee, Chairman/C.E.O.
Sandra A. VanTrease, Treasurer

1995 YEAR-END DIRECTORS

Richard V. Bradley M.D., Frederic C. Brussee, George K. Conant Ronald G. Evens M.D., Margarethe H. Hagemann, M.D., R. J. King, Jr., William J. Schicker, Levi W. Trammell III M.D., Gloria W. White

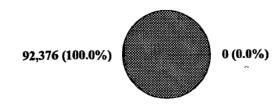
1995 MISSOURI ENROLLMENT

Total Missouri member months (including ASO enrollment): 959,591,

Missouri members (including ASO enrollment):

92,376

1995 TOTAL ENROLLMENT



Missouri Members

Non-Missouri Members

SERVICE AREA OPERATIONS DATA

Number of contracted hospitals in Illinois and Missouri:

47

Approximate number of contracted primary care physicians (PCPs):

N/A

Total number of participating physicians:

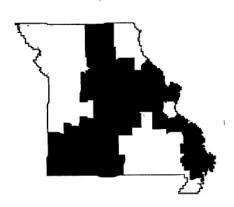
2,789

MISSOURI COUNTIES IN SERVICE AREA

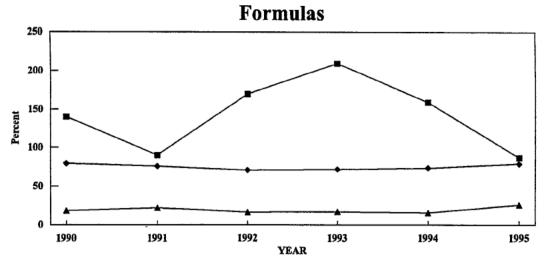
Adair, Audrain, Barry, Barton, Bollinger, Boone, Callaway, Camden, Cape Girardeau, Cedar, Chariton, Christian, Cole, Cooper, Crawford, Dade, Dallas, Douglas, Franklin, Gasconade, Greene, Hickory, Howard, Jasper, Jefferson, Laclede, Lawrence, Lincoln, Linn, Macon, Maries, McDonald, Miller, Mississippi, Moniteau, Monroe, Montgomery, Morgan, New Madrid, Newton, Osage, Ozark, Perry, Pettis, Phelps, Pike, Polk, Pulaski, Putnam, Randolph, St. Charles, St. Francois, Ste. Genevieve, St. Louis, St. Louis City, Saline, Schuyler, Scott, Stoddard, Stone, Sullivan, Taney, Warren, Washington, Webster, Wright

ILLINOIS COUNTIES IN SERVICE AREA

Madison, St.Clair



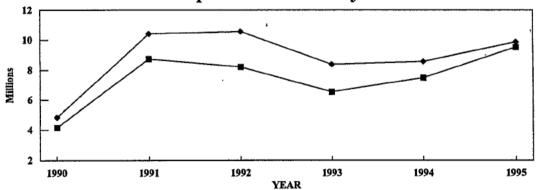
HMO Missouri, Inc., d/b/a BlueChoice



Current Ratio (Assets/Liabilities)	→ Medical & Hospital Expenses/Premium Revenue
- Administration Expenses/Total Revenue	

Item	1990	1991	1992	1993	1994	1995
Current Ratio (Assets/Liabilities)	140.0%	90.0%	170.0%	210.0%	160.0%	87.5%
Medical & Hospital Expenses/Premium Revenue	79.2%	76.2%	71.3%	72.3%	74.4%	79.8%
Administration Expenses/Total Revenue	18.2%	22.1%	16.6%	16.8%	15.6%	26.2%

Unpaid Claims Analysis



Address and the second	
- Development of Prior Year Claims	- Estimated Liability of Unpaid Claims Previous Year

Item	1990	1991	1992	1993	1994	1995
Development of Prior Year Claims	\$4,164,092	\$8,749,527	\$8,217,471	\$6,542,309	\$7,493,470	\$9,526,425
Estimated Liability of Unpaid Claims Previous Year	\$4,841,882	\$10,391,975	\$10,549,586	\$8,387,327	\$8,575,124	\$9,874,636

Development of Prior Year Claims is the sum of total claims paid during the year but incurred in the prior year, and claims unpaid as of 12/31 of the current year on claims incurred in prior years.

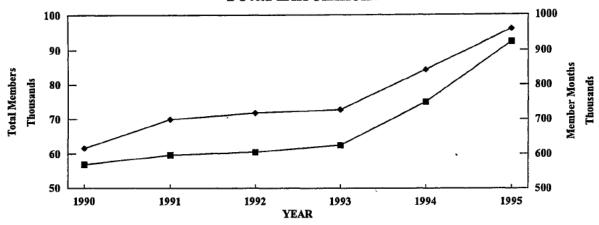
Estimated Liability of Unpaid Claims Previous Year is the estimated liability of all unpaid claims as 12/31 of the previous year.

The graph shows the trend in unpaid claims liability and the accuracy of the HMO in accounting for outstanding liabilities. A relatively large gap between the two trends or erratic trend behavior may require a more detailed analysis of claims management operations. Relatively large changes in both value should be examined on a per member per month basis.

HMO Missouri, Inc., d/b/a BlueChoice

Note: The first chart and table includes both non-Missouri and ASO enrollment.

Total Enrollment



- Total Members	→ Member Months

Item	1990	1991	1992	1993	1994	1995
Total Members	56,834	59,607	60,483	62,442	74,890	92,376
Total Member Months	615,558	699,744	718,102	727,511	843,584	959,591

1995 Missouri Enrollment Demographics

This chart and table exludes Illinois members and all ASO members residing in either Missouri or Illinois. Approximately 5% of the gender counts shown are Medicare enrollees.

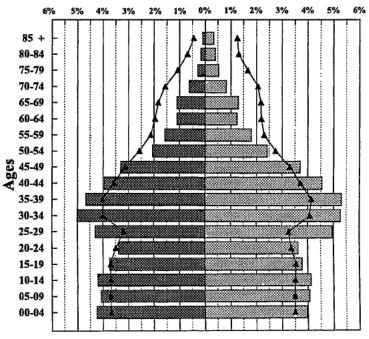
Average Age of Enrollees

Commercial Members = 29.0 Medicare Members = 72.5 Total Members = 31.2

Males	Females	Totals
81	258	339
137	304	441
224	413	637
490	657	1,147
859	1,016	1,875
861	979	1,840
1,239	1,419	2,658
1,620	1,900	3,520
2,591	2,911	5,502
3,102	3,579	6,681
3,673	4,176	7,849
3,938	4,155	8,093
3,386	3,903	7,289
2,662	2,853	5,515
2,939	2,968	5,907
3,303	3,241	6,544
3,203	3,196	6,399
3,329	3,121	6,450
37,637	41,049	78,686

Percentage of Female Enrollees

Commercial Members = 51.7% Medicare Members = 61.4% Total Members = 52.2%



■ % of Male HMO members

≅ % Female HMO Members

▲ 1995 Total Missouri Population %s

Humana Health Plan. Inc.

11861 Westline Industrial Blvd. Maryland Heights, MO 63146 314/993-3593

State of Domicile: Kentucky

Incorporated: August 23, 1982 Admitted to Missouri: March 30, 1986 Federally qualified: Not in Kansas or Missouri Accredited: N/A

Model type: Mixed

An affiliated company of: Humana, Inc.

1995 YEAR-END OFFICERS

President: Wayne Thomas Smith Secretary: Joan Olliges Kroger Senior V.P. - Finance & Operations: William Larry Cash

Other Officers:

1995 YEAR-END DIRECTORS

Wayne Thomas Smith, William Larry Cash, Karen Ann Coughlin, Philip Brent Garmon, Ronald Sovery Lankford M.D.

William R. Drury, Karen A. Coughlin, Philip B. Garmon, Jerry L. McClellan, Sheri E. Mitchell, James E. Murray, Walter E. Neely, Bruce D. Perkins, Ronald S. Lankford M.D., Barry W. Averill, George G. Bauernfeind, Douglas R. Carlisle, James W. Doucette, Heidi S. Margulis, Thomas D. Stroud, George W. Vieth Jr., Ernest I. Weis M.D., David W. Wille

1995 MISSOURI ENROLLMENT

Total Missouri member months for the year: 349,556 Missouri members at end of year: 41,050

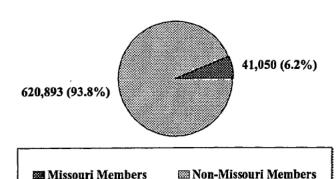
SERVICE AREA OPERATIONS DATA

Number of hospitals contracted with in Kansas and Missouri:

Approximate number of primary care physicians (PCP) in KS/MO area:

Total number of participating physicians (including MO and 9 other states):

1995 TOTAL ENROLLMENT



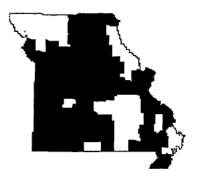
KANSAS COUNTIES IN SERVICE AREA

Johnson, Leavenworth, Miami, Wyandotte

MISSOURI COUNTIES IN SERVICE AREA

Adair, Audrain, Barry, Barton, Bates, Benton, Boone, Buchanan, Butler, Caldwell, Callaway, Camden, Cape Girardeau (POS only), Carroll, Cass, Cedar, Chariton, Christian, Clark, Clay, Cole, Cooper, Dade, Dallas, Douglas, Dunklin, Franklin, Gasconade, Greene, Henry, Howard, Howell, Jackson, Jasper, Jefferson, Johnson, Knox, Laclede, Lafayette, Lawrence, Linn, Macon, Madison, Maries, McDonald, Miller, Moniteau, Monroe, Montgomery, Morgan, Newton, Osage, Pemiscot, Perry, Pettis, Platte, Polk, Putnam, Randolph,

Ray, Ripley, St. Charles, St. Clair, St. Francois, Ste. Genevieve, St. Louis, St. Louis City, Saline, Schuyler, Scotland, Shelby, Stoddard, Stone, Sullivan, Taney, Vernon, Wayne, Webster, Wright



HUMANA HEALTH PLAN, INC.

Notes to Financial Statements Management's Discussion & Analysis¹

1. Organization

Humana Health Plan, Inc. (the "Company") is a wholly-owned subsidiary of Humana, Inc. ("Humana") and is licensed to do business in 11 states. The Company offers managed health care products which integrate management with the delivery of health care services through a network of providers who may share financial risk or have incentives to deliver cost-effective medical services. These products are marketed through health maintenance organizations ("HMOs"). HMOs control health care costs by various means including the use of utilization controls such as pre-admission approval for hospital inpatient services and pre-authorization of outpatient surgical procedures. The HMO products are marketed primarily to employer and other groups ("Commercial") as well as Medicare and Medicaid-eligible individuals. The products marketed to Medicare-eligible individuals are either HMO products that provide managed care services which include all Medicare benefits and, in certain circumstances, additional health services that are not included in Medicare benefits ("Medicare risk") or indemnity insurance policies that supplement Medicare ("Medicare supplement").

2. Operations

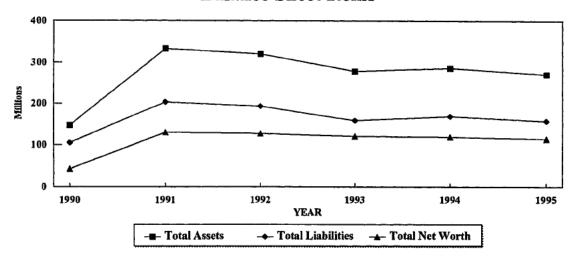
The Company's premium revenues increased approximately 18 percent as a result of an increase in membership and total average rate increases of approximately 2 percent for all products. The Medicare risk premium rate increase of approximately 4 percent was offset by a reduction of approximately 1 percent in Commercial premium rates. Commercial premium rates for 1996 are expected to remain flat or decline slightly from 1995 levels. The 1996 Medicare risk premium rate increase will approximate 8 percent. Medicare risk premiums approximated 26 percent and 24 percent of the Company's premium revenues for the years ended December 31, 1995 and 1994, respectively. The medical loss ratio for the year ended December 31, 1995 was 83.7 percent compared to 82.1 percent for the year ended December 31, 1995. This increase in the medical loss ratio was primarily due to increased hospital and physician costs. The administrative cost ratio was 11.7 percent and 13.3 percent for the years ended December 31, 1995 and 1994, respectively. This reduction in the administrative cost ratio is the result of premium revenues increasing at a greater rate than administrative costs.

3. Related Parties

All outstanding shares of the Company are owned by Humana, Inc. ("Humana"). The Company has a management contract with Humana whereby the Company is provided with data processing, marketing, insurance, claims processing, legal, and other services as required by the Company. The management fee for these services is adjusted periodically and is based upon a percentage of earned premiums.

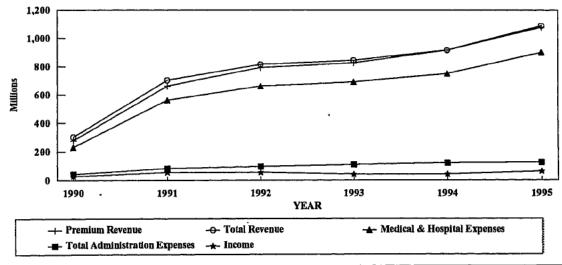
¹Excerpts quoted from the Annual Statement for the Year 1995 of the Humana Health Plan, Inc., and the company's 1995 "Management's Discussion and Analysis" supplemental filing.

Balance Sheet Items



Item	1990	1991	1992	1993	1994	1995
Total Assets	\$146,888,559	\$332,686,431	\$320,531,129	\$278,541,621	\$286,838,997	\$270,859,469
Total Liabilities	\$104,793,082	\$202,877,703	\$192,940,224	\$158,241,208	\$168,195,759	\$156,437,881
Total Net Worth	\$42,095,477	\$129,808,728	\$127,590,905	\$120,300,413	\$118,643,238	\$114,421,588

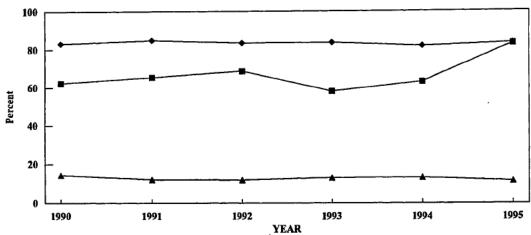
Income Statement Items



Item	1990	1991	1992	1993	1994	1995
n : n	0277 204 776	\$662,165,705	\$791,382,149	\$824,790,221	\$916,605,947	\$1,078,384,626
Premium Revenue Total Revenue	\$277,294,776 \$300,550,329	\$702,454,678	\$815,632,381	\$844,103,468	\$915,890,430	\$1,089,751,605
Medical & Hospital Expenses	\$230,521,306	\$562,370,558	\$661,206,858	\$690,239,763	\$750,377,075	\$899,811,666
Administration Expenses	\$43,076,995	\$84,461,880	\$97,282,361	\$110,740,248	\$121,542,875	\$126,033,469
Income	\$26,952,028	\$55,622,240	\$57,143,162	\$43,123,457	\$43,970,480	\$63,906,470

128 December 1996





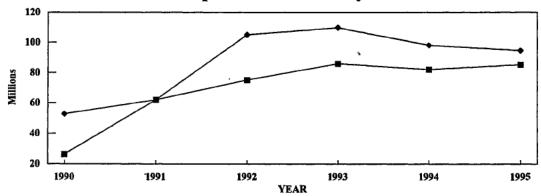
--- Current Ratio (Assets/Liabilities)

→ Medical & Hospital Expenses/Premium Revenue

▲ Administration Expenses/Total Revenue

Item	1990	1991	1992	1993	1994	1995
Current Ratio (Assets/Liabilities)	62.4%	65.3%	68.6%	58.0%	63.0%	83.2%
Medical & Hospital Expenses/Premium Revenue	83.1%	84.9%	83.6%	83.7%	81.9%	83.4%
Administration Expenses/Total Revenue	14.3%	12.0%	11.9%	13.1%	13.3%	11.6%

Unpaid Claims Analysis



-- Development of Prior Year Claims

- Estimated Liability of Unpaid Claims Previous Year

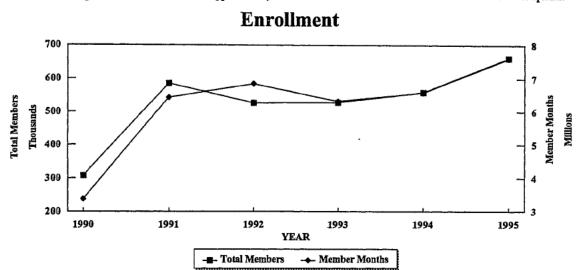
Item	1990	1991	1992	1993	1994	1995
Development of Prior Year Claims	\$26,154,325	\$61,933,766	\$75,066,085	\$85,949,286	\$82,118,903	\$85,342,525
Estimated Liability of Unpaid Claims Previous Year	\$52,623,846	\$61,933,766	\$104,998,153	\$109,813,756	\$98,098,895	\$94,564,593

Development of Prior Year Claims is the sum of total claims paid during the year but incurred in the prior year, and claims unpaid as of 12/31 of the current year on claims incurred in prior years.

Estimated Liability of Unpaid Claims Previous Year is the estimated liability of all unpaid claims as 12/31 of the previous year.

The graph shows the trend in unpaid claims liability and the accuracy of the HMO in accounting for outstanding liabilities. A relatively large gap between the two trends or erratic trend behavior may require a more detailed analysis of claims management operations. Relatively large changes in both value should be examined on a per member per month basis.

Note: The first chart and table includes both non-Missouri and ASO enrollment. The second chart includes both HMO and ASO members residing in Kansas and/or Missouri. Approximately 12% of totals shown in the second table/chart are Medicaid recipients,



Item	1990	1991	1992	1993	1994	1995
Total Members	307.129	584.676	526,354	527.662	558,948	661.943
Total Member Months	3,373,210	6,431,802	6,844,814	6,316,127	6,583,378	7,595,203

1995 Enrollment Demographics

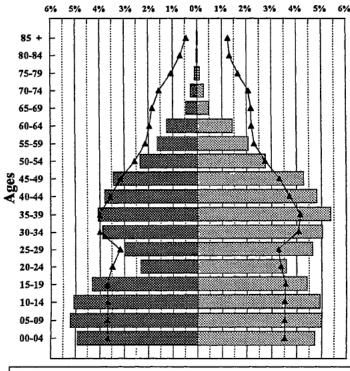
Average Age of Enrollees

Commercial Members = 30.9 Medicaid Members = 12.7 Total Members = 28.7

Males	Females	Totals
16	26	42
25	33	58
107	105	212
274	275	549
484	493	977
1,308	1,511	2,819
1,746	2,188	3,934
2,483	2,920	5,403
3,645	4,547	8,192
4,016	5,102	9,118
4,306	5,701	10,007
4,121	5,339	9,460
3,176	4,926	8,102
2,478	3,782	6,260
4,584	4,676	9,260
5,391	5,231	10,622
5,529	5,300	10,829
5,216	5,011	10,227
48,905	57,166	106,071

Percentage of Female Enrollees

Commercial Members = 53.3% Medicaid Members = 58.3% Total Members = 53.9%



■ % of Male HMO members

▲ 1995 Total Missouri Population %s

Humana Kansas City, Inc. 10450 Holmes Street, Suite 330 Kansas City, MO 64131 816/941-8900 State of Domicile: Missouri

Incorporated: November 21, 1986 Admitted to Missouri: November 25, 1986 Federally qualified: 11/01/86 - in Kansas City metro area only Accredited: NCOA - One Year - to be reviewed 04/97 Model type: Mixed

1995 YEAR-END DIRECTORS

An affiliated company of: Humana, Inc.

1995 YEAR-END OFFICERS

President: Wayne Thomas Smith Secretary: Joan Olliges Kroger

Senior V.P. - Finance & Operations: William Larry Cash

Other Officers:

Wayne Thomas Smith, William Larry Cash, Karen Ann Coughlin, Philip Brent Garmon, Ronald Sovery Lankford M.D.

William R. Drury, Karen A. Coughlin, Philip B. Garmon, Jerry L. McClellan, Sheri E. Mitchell, James E. Murray, Walfer E. Neely, Bruce D. Perkins, Ronald S. Lankford M.D., Barry W. Averill, George G. Bauernfeind, Douglas R. Carlisle, James W. Doucette, Heidi S. Margulis, Thomas D. Stroud, George W. Vieth Jr., Ernest I. Weis M.D., David W. Wille

1995 MISSOURI ENROLLMENT .

Total Missouri member months for the year: 798,281 Missouri members at end of year:

67,372

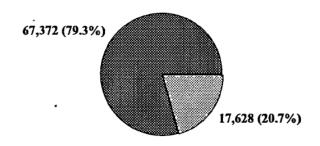
SERVICE AREA OPERATIONS DATA

Number of hospitals contracted with in Kansas and Missouri:

Approximate number of primary care physicians (PCP) in KS/MO area:

Total number of participating physicians in Kansas and Missouri: 2,312

1995 TOTAL ENROLLMENT



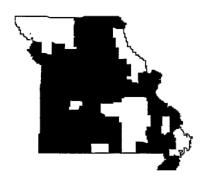
Missouri Members

■ Non-Missouri Members

MISSOURI COUNTIES IN SERVICE AREA

Adair, Audrain, Barry, Barton, Bates, Benton, Boone, Buchanan, Butler, Caldwell, Callaway, Camden, Cape Girardeau (POS only), Carroll, Cass, Cedar, Chariton, Christian, Clark, Clay, Cole, Cooper, Dade, Dallas, Douglas, Dunklin, Franklin, Gasconade, Greene, Henry, Howard, Howell, Jackson, Jasper, Jefferson, Johnson, Knox, Laclede, Lafayette, Lawrence, Linn, Macon, Madison, Maries, McDonald, Miller, Moniteau, Monroe, Montgomery, Morgan, Newton, Osage, Pemiscot, Perry, Pettis, Platte, Polk, Putnam, Randolph,

Ray, Ripley, St. Charles, St. Clair, St. Francois, Ste. Genevieve, St. Louis, St. Louis City, Saline, Schuyler, Scotland, Shelby, Stoddard, Stone, Sullivan, Taney, Vernon, Wayne, Webster, Wright



HUMANA KANSAS CITY, INC.

Notes to Financial Statements Management's Discussion & Analysis¹

1. Organization

Humana Kansas City, Inc. (the "Company") is a wholly-owned subsidiary of Humana, Inc. ("Humana") and is licensed to do business in the states of Kansas and Missouri. The Company offers managed health care products which integrate management with the delivery of health care services through a network of providers who may share financial risk or have incentives to deliver cost-effective medical services. HMOs control health care costs by various means including the use of utilization controls such as pre-admission approval for hospital inpatient services and pre-authorization of outpatient surgical procedures. The Company is organized as a staff model and an IPA Model. The subscriber contracts of the Company consist of employer group contracts ("Commercial") and a Medicare risk contract.

2. Operations

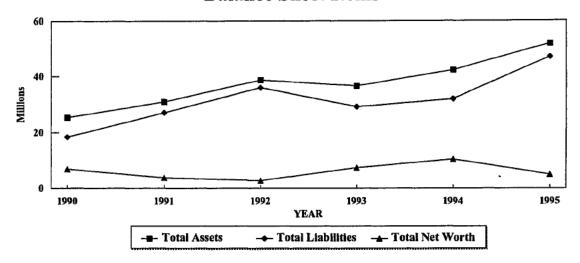
The Company's premium revenues decreased approximately 12 percent for the Commercial product and increased approximately 34 percent for the Medicare risk product. This was the result of membership declines offset by an average premium rate increase of approximately 2 percent for the Commercial product, membership gains with a slight increase in the average premium rate for the Medicare risk product, and the introduction of the Medicaid product. Commercial premium rates for 1996 are expected to remain flat or decline slightly from 1995 levels. The weighted average 1996 Medicare risk premium rate increase will approximate 8 percent. The medical loss ratio for the year ended December 31, 1995 was 89.7 percent compared to 84.8 percent for the year ended December 31, 1994. The increase in the medical loss ratio was caused by increased hospital utilization (patient days per thousand numbers for the year ended December 31, 1995 increased approximately 14 percent from the same period a year ago to 392 days per thousand) and a reclassification of fee-for-service and copayment revenue out of medical and hospital expenses and into fee-for-service revenue. The administrative cost ratio was 14.1 percent and 13.1 percent for the years ended December 31, 1995 and 1994, respectively.

3. Related Parties

All outstanding shares of the Company are owned by Humana, Inc. ("Humana"). The Company has a management contract with Humana whereby the Company is provided with data processing, marketing, insurance, claims processing, legal and other services as required by the Company. The management fee for these services is adjusted periodically and is based upon a percentage of earned premiums.

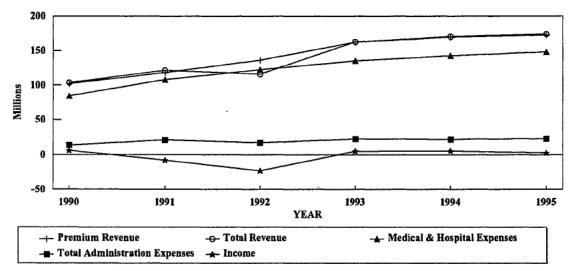
¹Excerpts quoted from the Annual Statement for the Year 1995 of the Humana Kansas City, Inc., and the company's 1995 "Management's Discussion and Analysis" supplemental filing.

Balance Sheet Items

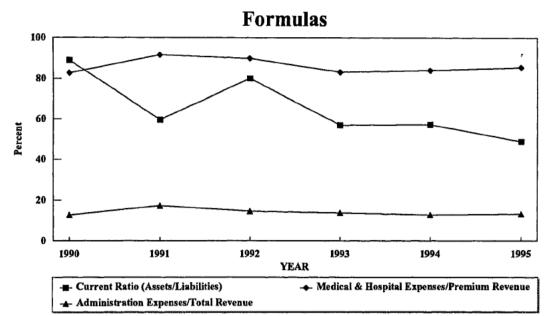


Item	1990	1991	1992	1993	1994	1995
Total Assets	\$25,300,715	\$30,840,105	\$38,582,106	\$36,461,781	\$42,186,646	\$51,768,705
Total Liabilities	\$18,387,456	\$27,056,173	\$35,854,337	\$29,114,747	\$31,764,307	\$46,905,778
Total Net Worth	\$6,913,259	\$3,783,932	\$2,727,769	\$7,347,034	\$10,422,339	\$4,862,927

Income Statement Items

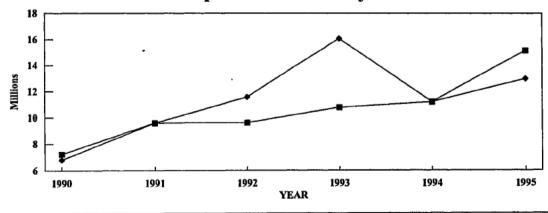


Item	1990	1991	1992	1993	1994	1995
Premium Revenue	\$102,179,621	\$118,118,334	\$135,891,471	\$162,366,799	\$169,583,301	\$172,624,260
Total Revenue	\$103,500,040	\$121,397,821	\$115,686,844	\$162,843,781	\$170,349,760	\$174,019,842
Medical & Hospital Expenses	\$84,407,340	\$108,157,175	\$122,020,514	\$135,224,822	\$142,670,684	\$148,038,607
Administration Expenses	\$13,173,248	\$20,982,904	\$16,851,626	\$22,645,215	\$22,039,396	\$23,194,483
Income	\$5,919,452	(\$7,742,258)	(\$23,185,296)	\$4,973,744	\$5,639,680	\$2,786,752



Item	1990	1991	1992	1993	1994	1995
Current Ratio	00.00/	50.00/	90.104	57.00/	67.60	40.704
(Assets/Liabilities)	88.9%	59.8%	80.1%	57.2%	57.6%	49.3%
Medical & Hospital Expenses/Premium Revenue	82.6%	91.6%	89.8%	-238.4%	84.1%	85.8%
Administration Expenses/Total Revenue	12.7%	17.3%	14.6%	6548.2%	12.9%	13.3%

Unpaid Claims Analysis



Item	1990	1991	1992	1993	1994	1995
Development of Prior Year Claims	\$7,242,378	\$9,594,742	\$9,621,816	\$10,762,365	\$11,189,381	\$15,097,741
Estimated Liability of Unpaid Claims Previous Year	\$6,800,768	\$9,594,742	\$11,540,806	\$16,038,462	\$11,169,734	\$12,931,397

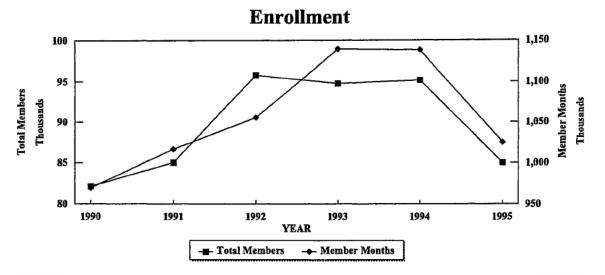
Development of Prior Year Claims

→ Estimated Liability of Unpaid Claims Previous Year

Development of Prior Year Claims is the sum of total claims paid during the year but incurred in the prior year, and claims unpaid as 12/31 of the current year on claims incurred in prior years.

Estimated Liability of Unpaid Claims Previous Year is the estimated liability of all unpaid claims as 12/31 of the previous year.

The graph shows the trend in unpaid claims liability and the accuracy of the HMO in accounting for outstanding liabilities. A relatively large gap between the two trends or erratic trend behavior may require a more detailed analysis of claims management operations. Relatively large changes in both value should be examined on a per member per month basis.



Item	1990	1991	1992	1993	1994	1995
Total Members	82,147	85,010	95,772	94,757	95,161	85,000
Total Member Months	969,564	1,016,578	1,055,312	1,139,336	1,138,290	1,025,080

1995 Enrollment Demographics

Note: Although the lines in the following chart depict the distribution of total Missouri population, the bars actually include Humana Kansas City members residing in Kansas. Approximately 16% of total enrollees are Medicaid recipients, and 7% are contracted Medicare risk enrollees.

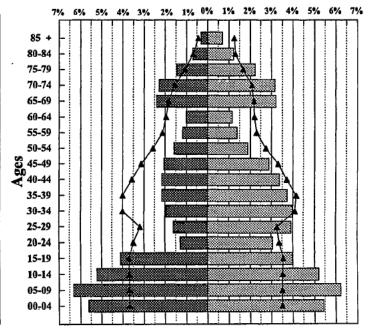
Average Age of Enrollees

Commercial Members = 27.2 Medicare Members = 72.8 Medicald Members = 13.2 Total Members = 32.9

Percentage of Female Enrollees

Commercial Members = 55.4% Medicare Members = 59.4% Medicaid Members = 58.2% Total Members = 56.6%

Males	Females	Totals
228	484	712
485	856	1,341
1,023	1,552	2,575
1,604	2,204	3,808
1,681	2,239	3,920
715	799	1,514
820	974	1,794
1,112	1,310	2,422
1,442	2,011	3,453
1,512	2,357	3,869
1,515	2,612	4,127
1,375	2,782	4,157
1,123	2,736	3,859
901	2,136	3,037
2,880	2,780	5,660
3,658	3,641	7,299
4,429	4,367	8,796
3,938	3,806	7,744
30,441	39,646	70,087



December 1996

Kaiser Foundation Health Plan of Kansas City, Inc.

Kaiser Foundation Health Plan of Kansas City, Inc.

10561 Barkley, Suite 500 Overland Park, KS 66212 800/632-9700 or 913/967-4600

State of Domicile: Kansas

Incorporated: May 19, 1981
Admitted to Missouri: May 19, 1981
Federally qualified: January 7, 1983
Accredited: NCQA - Full Accreditation
Model type: Group

An affiliated company of: Kaiser Foundation Health Plan, Inc.

1995 YEAR-END OFFICERS

President: Kathryn Paul Secretary: Kirk Miller Chief Financial Officer: Janice Murphy Other Officers: Richard Barnaby, David Lawrence

1995 MISSOURI ENROLLMENT

Total Missouri member months:

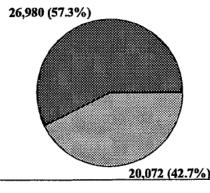
342,239

Total Missouri members:

26,980

1995 TOTAL ENROLLMENT

Non-Missouri enrollment includes Kansas members



Missouri Members

■ Non-Missouri Members

1995 YEAR-END DIRECTORS

Richard Barnaby, Charles Hucker, Kathryn Paul, Leon Logan, John Raydo, Susan Porth, David Lawrence

SERVICE AREA OPERATIONS DATA

Number of hospitals contracted with in Kansas and Missouri:

20

Approximate number of primary care physicians in Kansas and Missouri:

34

Total number of participating physicians in Kansas and Missouri:

56

MISSOURI COUNTIES IN SERVICE AREA

Cass, Clay, Jackson, Platte, Ray

KANSAS COUNTIES IN SERVICE AREA

Johnson, Leavenworth, Wyandotte



KAISER FOUNDATION HEALTH PLAN of KANSAS CITY, INC.

Management's Discussion & Analysis¹

1. Organization and Operation

Kaiser Foundation Health Plan of Kansas City, Inc. (Health Plan) is a non-profit corporation, exempt from federal and state income taxes, whose capital is available for health care purposes. Health Plan contracts with Kaiser Foundation Hospitals (Hospitals) and the Permanents Medical Group of Mid-America, P.C. (Medical Group) to provide or arrange hospital and medical services for our members. Contract payments to Medical Group and Hospitals represent a substantial portion of the expenses for medical and hospital services reported in the Statement of Revenues, Expenses and Net Worth.

2. Results of Operations

We (the Health Plan) exceeded our growth projections by 743 members and ended the year with 47,052 for an increase of 2,841 when compared to year end 1994. Revenues were unfavorable to forecast. Premium revenues accounted for most of this unfavorability. This was primarily due to a short fall in membership in the Federal Group (the largest group in the Health Plan). Although membership was exceeded, the return generated in the areas of growth was less than it would have been in the Federal Group. Expenses were slightly unfavorable to the budget on a Per Member / Per Month basis. On a dollar basis, expenses were unfavorable to budget. Payments to the Medical Group were favorable to budget due to a new contract. Payments to Outside Providers were unfavorable due to higher than anticipated utilization of services and under-accruals in our 1994 year end IBNR (Incurred-But-Not-Reported) provisions. Hospitalization was unfavorable due to larger than anticipated utilization at Other Hospitals and In-Area Claims. Our (the Health Plan's) practice is to watch expenses closely during the year and make any necessary changes, whenever possible.

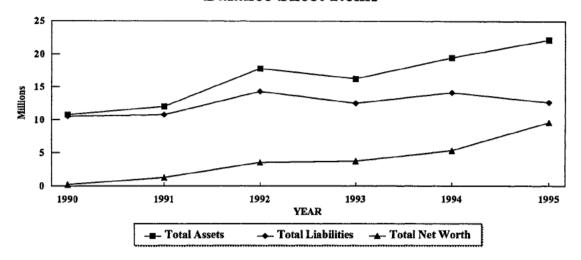
3. Cash Flow and Liquidity

Net income more than doubled from 1994 (from \$863,446 in 1994 to \$1,738,881 in 1995), however, cash and cash equivalents decreased by \$257,286. This resulted from an increase in the Premium Receivable, larger investments in Property, Plan and Equipment and the decrease in Non-Admitted Assets. In addition to the \$620,756 in cash in the assets section of the submission, Health Plan carries \$13,146,834 in amounts due from affiliates. The majority of this represents pool investments made by Kaiser Foundation Hospitals in California which could be returned to Health Plan on short notice.

¹Excerpts quoted from Kaiser Foundation Health Plan of Kansas City, Inc.'s 1995 "Management's Discussion and Analysis" supplemental filing. Italicized text indicates unquoted text added for clarification.

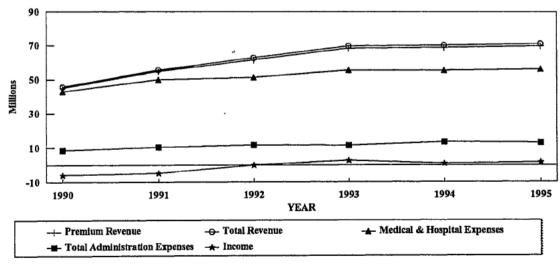
Kaiser Foundation Health Plan of KC, Inc.

Balance Sheet Items



Item	1990	1991	1992	1993	1994	1995
Total Assets	\$10,735,022	\$12,019,206	\$17,875,327	\$16,297,217	\$19,537,608	\$22,272,604
Total Liabilities	\$10,504,704	\$10,736,153	\$14,311,971	\$12,554,578	\$14,197,894	\$12,697,998
Total Net Worth	\$230,318	\$1,283,053	\$3,563,356	\$3,742,639	\$5,339,714	\$9,574,606

Income Statement Items

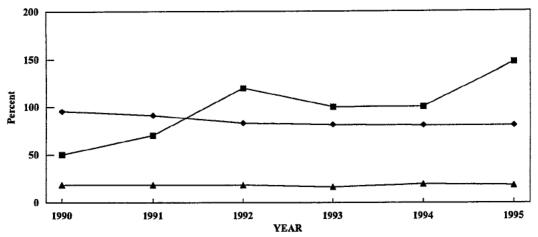


Item	1990	1991	1992	1993	1994	1995
Premium Revenue	\$45,028,677	\$54,769,808	\$61,567,684	\$68,323,923	\$68,846,009	\$69,806,175
Total Revenue	\$45,547,219	\$55,492,480	\$62,646,780	\$69,645,759	\$70,104,239	\$71,162,047
Medical & Hospital Expenses	\$42,974,812	\$49,837,664	\$51,133,394	\$55,624,856	\$55,646,549	\$56,302,781
Administration Expenses	\$8,409,142	\$10,316,918	\$11,585,180	\$11,441,635	\$13,594,244	\$13,120,385
Income	(\$5,836,735)	(\$4,662,102)	(\$71,794)	\$2,579,268	\$863,446	\$1,738,881

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Kaiser Foundation Health Plan of KC, Inc.

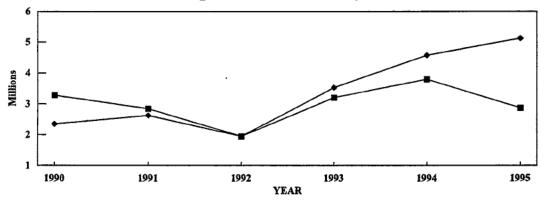




-m- Current Ratio (Assets/Liabilities)	→ Medical & Hospital Expenses/Premium Revenue
Administration Expenses/Total Revenue	

Item	1990	1991	1992	1993	1994	1995
		,		1		
Current Ratio (Assets/Liabilities)	50.0%	70.0%	120.0%	100.0%	100.3%	147.4%
Medical & Hospital Expenses/Premium Revenue	95.4%	91.0%	83.1%	81.4%	80.8%	80.7%
Administration Expenses/Total Revenue	18.5%	18.6%	18.5%	16.4%	19.4%	18.4%

Unpaid Claims Analysis



Development of Prior Year Claims	- Estimated Liability of Unpaid Claims Previous Year

Item	1990	1991	1992	1993	1994	1995
Development of Prior Year Claims	\$3,282,507	\$2,845,251	\$1,941,855	\$3,207,127	\$3,797,383	\$2,879,377
Estimated Liability of Unpaid Claims Previous Year	\$2,346,221	\$2,629,477	\$1,945,984	\$3,532,273	\$4,574,747	\$5,121,698

Development of Prior Year Claims is the sum of total claims paid during the year but incurred in the prior year, and claims unpaid as of 12/31 of the current year on claims incurred in prior years.

Estimated Liability of Unpaid Claims Previous Year is the estimated liability of all unpaid claims as 12/31 of the previous year.

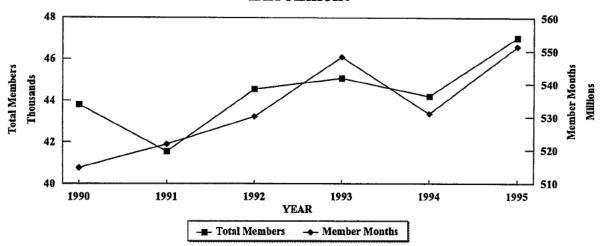
The graph shows the trend in unpaid claims liability and the accuracy of the HMO in accounting for outstanding liabilities. A relatively large gap between the two trends or erratic trend behavior may require a more detailed analysis of claims management operations. Relatively large changes in both value should be examined on a per member per month basis.

December 1996 139

Kaiser Foundation Health Plan of KC, Inc.

Note: The first chart and table include Kansas and Missouri enrollment. The second chart and table only includes HMO members residing in Missouri, with the exception of approximately 6,500 federal employee members. Appoximately 6% of the gender counts shown are Medicare enrollees.

Enrollment



Item	1990	1991	1992	1993	1994	1995
Total Members	43,793	41.545	44,548	45,082	44,211	47,052
Total Member Months	514,744	521,839	530,151	548,155	531,096	551,341

1995 Missouri Enrollment Demographics

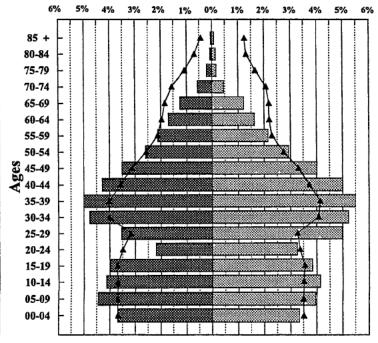
Average Age of Enrollees

Commercial Members = 30.4 Medicare Members = 69.1 Total Members = 31.9

Percentage of Female Enrollees

Commercial Members = 52.0% Medicare Members = 49.2% Total Members = 51.9%

Males	Females	Totals
9	15	24
16	26	42
41	34	75
115	91	206
257	247	504
346	331	677
431	437	868
529	601	1,130
716	820	1,536
874	1,019	1,893
1,021	1,119	2,140
976	1,065	2,041
721	1,018	1,739
447	663	1,110
807	783	1,590
844	842	1,686
909	807	1,716
751	681	1,432
9,810	10,599	20,409



■ % of Male HMO members
 ■ % Female HMO Members
 ■ 1995 Total Missouri Population %s

Medical Center Health Plan, d/b/a Partners HMO

Medical Center Health Plan, d/b/a Partners HMO

One City Place Drive, Suite 670 St. Louis, MO 63141 314/567-6660

State of Domicile: Missouri

Ultimate parent company/holding group: Washington University, Barnes Hospital, Jewish Hospital, and St.Louis Children's Hospital

1995 YEAR-END OFFICERS

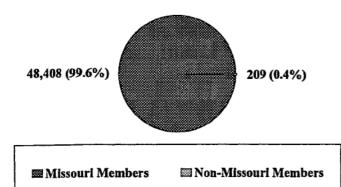
President: Edward Case Secretary: Christopher Buckley Chief Financial Officer: Lee Fetter Other Officers: Homer Nash M.D.

1995 MISSOURI ENROLLMENT

Total Missouri member months for the year: 560,336

Missouri members at end of year: 48.408

1995 TOTAL ENROLLMENT



1995 YEAR-END DIRECTORS

Incorporated: July 9, 1987

Admitted to Missouri: February 11, 1988

Federally qualified: N/A

Accredited: N/A

Model type: IPA

Edward Case, John Finan, Homer Nash M.D., John Rice M.D., James Crane M.D., William Behrendt, Lee Fetter, Henry Kaplan M.D., Ted Frey, Peter Tuteur M.D., Christopher Buckley, James Schreiber M.D., Matthew Emons M.D., Jay Justice, Ronald Strickler M.D.

SERVICE AREA OPERATIONS DATA

Number of hospitals contracted with in Illinois and Missouri:

24

Approximate number of primary care physicians (PCP) in IL/MO area:

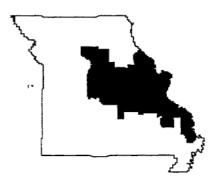
Total number of participating physicians: 2.783

MISSOURI COUNTIES IN SERVICE AREA

Boone, Callaway, Cape Girardeau, Chariton, Cole, Cooper, Crawford, Franklin, Gasconade, Howard, Jefferson, Lincoln, Madison, Maries, Miller, Moniteau, Montgomery, Morgan, Osage, Perry, Phelps, Pike, Randolph, St.Charles, Ste.Genevieve, St.Francois, St.Louis, St.Louis City, Scott, Warren, Washington

ILLINOIS COUNTIES IN SERVICE AREA

Jersey, Madison, Monroe, Randolph, St. Clair



MEDICAL CENTER HEALTH PLAN, d/b/a PARTNERS HMO

Notes to Financial Statements Management's Discussion & Analysis¹

1. Organization

The Medical Center Health Plan (the "Plan") is a not-for-profit health maintenance organization and licensed to conduct business in the states of Missouri and Illinois. The Plan provides a specified range of comprehensive medical services to an enrolled population through contracted providers. As vehicles for delivery of these services, the Plan offers several managed health care products primarily to employers for the benefit of employees and their dependents. Most of the Plan's member groups are located in the metropolitan area of St. Louis, Missouri. The Plan is sponsored 36% by Washington University, 36% by Barnes Hospital, 18% by Jewish Hospital and 10% by St. Louis Children's Hospital.

2. Risk/Incentive Sharing

Effective January 1, 1994, the Plan entered into an agreement with Riverbend Health Services, Christian Hospital Physician Group, and Alternatives, collectively known as CHPG/RHS a group of IPAs, to provide medical services to certain members. The Plan is at risk for inpatient and outpatient services for these members. A capitation amount, determined by the use of age and sex factors is allocated to the IPAs by the Plan to provide all other medical services. The Plan's ultimate risk for these services is limited to the capitation amount. The Plan processes these medical claims on behalf of the IPAs. The agreement generally permits a portion of the amount otherwise payable to be withheld. The ultimate payment to the IPAs of the amounts withheld is dependent upon the agreement and the results of operations for the period. Estimated withhold payments are accrued as claims are incurred.

3. Related Parties

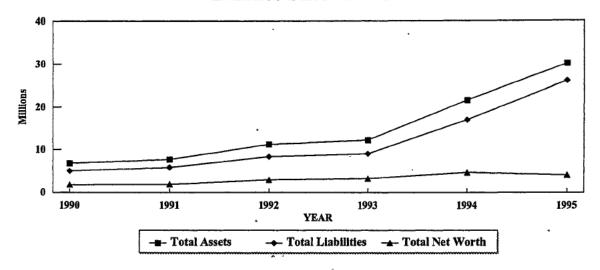
The Plan provides coverage to Medicaid-eligible individuals in the State of Missouri under a contractual agreement with the United States Department of Health and Human Services (DHHS). As of September 1995, the Plan entered into a joint venture with Mercy Health Plans to provide medical benefits to Missouri Medicaid recipients. The joint venture is known as CarePartners. Mercy Health Plans provides all administrative services to the venture and the Plan shares in 50% of all venture profits and losses. As of December 31, 1995, the Plan's share of CarePartners losses amount to \$750,000. The amount is recorded as a medical expense by the Plan.

142

¹Excerpts quoted from the Annual Statement as of December 31, 1995 of the Medical Center Health Plan, d/b/a Partners HMO and the company's 1995 "Management's Discussion and Analysis" supplemental filing.

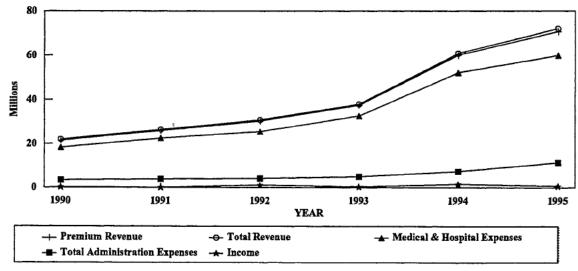
Medical Center Health Plan d/b/a Partners HMO

Balance Sheet Items



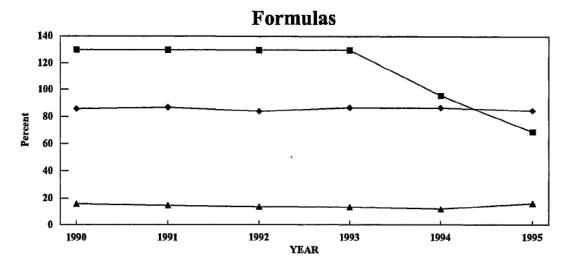
Item	1990	1991	1992	1993	1994	1995
Total Assets	\$6,741,349	\$7,631,555	\$11,172,676	\$12,167,018	\$21,503,610	\$30,068,679
Total Liabilities	\$4,990,274	\$5,792,938	\$8,318,500	\$8,968,398	\$16,954,493	\$26,081,803
Total Net Worth	\$1,751,075	\$1,838,617	\$2,854,176	\$3,198,620	\$4,549,117	\$3,986,876

Income Statement Items



Item	1990	1991	1992	1993	1994	1995
Premium Revenue	\$21,457,298	\$25,942,547	\$30,313,796	\$37,498,419	\$60,190,036	\$70,731,806
Total Revenue	\$21,903,673	\$26,393,415	\$30,758,893	\$37,918,728	\$60,896,284	\$72,055,931
Medical & Hospital Expenses	\$18,336,360	\$22,512,822	\$25,533,661	\$32,581,188	\$52,241,539	\$60,057,014
Administration Expenses	\$3,419,304	\$3,793,051	\$4,128,394	\$4,990,020	\$7,206,882	\$11,335,426
Income	\$148,009	\$87,542	\$1,096,838	\$347,520	\$1,447,863	\$663,491

Medical Center Health Plan d/b/a Partners HMO

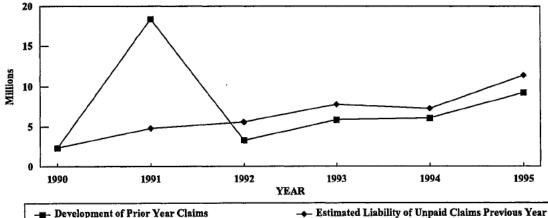


-	Current Ratio (Assets/Liabilities)
*	Administration Expenses/Total Revenue

•	Medical	& H	spital	Expenses/	Premi	um P	levenue

Item	1990	1991	1992	1993	1994	1995
Current Ratio (Assets/Liabilities)	130.0%	130.0%	130.0%	130.0%	95.9%	68.9%
Medical & Hospital Expenses/Premium Revenue	85.5%	86.8%	84.2%	86.9%	86.8%	84.9%
Administration Expenses/Total Revenue	15.6%	14.4%	13.4%	13.2%	11.8%	15.7%

Unpaid Claims Analysis



- ■ Development of Prior Year Claims ◆ Estimated	d Liabil	ity of	t unp
--	----------	--------	-------

Item	1990	1991	1992	1993	1994	1995
Development of Prior Year Claims	\$2,322,769	\$18,378,500	\$3,301,379	\$5,854,753	\$6,033,604	\$9,214,992
Estimated Liability of Unpaid Claims Previous Year	\$2,367,703	\$4,803,929	\$5,545,166	\$7,756,635	\$7,249,312	\$11,390,963

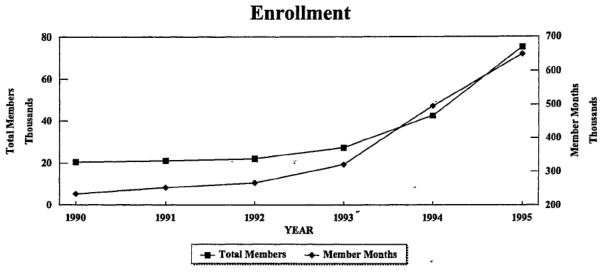
Development of Prior Year Claims is the sum of total claims paid during the year but incurred in the prior year, and claims unpaid as of 12/31 of the current year on claims incurred in prior years.

Estimated Liability of Unpaid Claims Previous Year is the estimated liability of all unpaid claims as 12/31 of the previous year.

The graph shows the trend in unpaid claims liability and the accuracy of the HMO in accounting for outstanding liabilities. A relatively large gap between the two trends or erratic trend behavior may require a more detailed analysis of claims management operations. Relatively large changes in both value should be examined on a per member per month basis.

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Medical Center Health Plan d/b/a Partners HMO



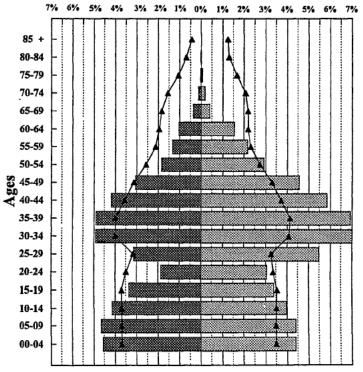
Item	1990	1991	1992	1993	1994	1995
Total Members	20,445	21,045	22,045	27,211	42,529	75,262
Total Member Months	232,856	252,619	266,488	320,155	495,425	648,989

1995 Enrollment Demographics

The following table and chart do not include Medical Center Health Plan's 26,645 Medicaid enrollees.

Average Age of Enrollees = 29.8 Percentage of Female Enrollees = 56.4%

Males	Females	Totals
3	6	9
6	9	15
19	27	46
61	82	143
176	196	372
499	753	1,252
647	1,045	1,692
888	1,417	2,305
1,489	2,213	3,702
2,037	2,836	4,873
2,385	3,363	5,748
2,392	3,465	5,857
1,520	2,657	4,177
905	1,490	2,395
1,631	1,643	3,274
2,011	1,927	3,938
2,262	2,138	4,400
2,216	2,134	4,350
21,147	27,401	48,548



■ % of Male HMO members ■ % Female HMO Members

± 1995 Total Missouri Population %s

December 1996

Mercy Health Plans of Missouri, Inc.,

d/b/a Premier Health Plans

Mercy Health Plans of Missouri, Inc., d/b/a Premier Health Plans 12935 North Outer 40 Drive, Suite 200 St. Louls, MO 63141-8636 314/995-4545 or 314/214-8100 State of Domicile: Missouri

Incorporated: October 17, 1994
Admitted to Missouri: January 6, 1995
Federally qualified: N/A
Accredited: N/A
Model type: IPA

An affiliated company of: Mercy Health Plans, Inc.

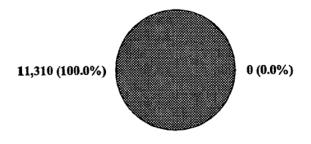
1995 YEAR-END OFFICERS

President: Thomas L. Kelly Secretary: Tim D. Temperly Chief Financial Officer: Tim D. Temperly

1995 MISSOURI ENROLLMENT

Total Missouri member months for the year:
38,870
Missouri members at end of year:
11,310

1995 TOTAL ENROLLMENT



🚾 Missouri Members

■ Non-Missouri Members

1995 YEAR-END DIRECTORS

Ronald B. Ashworth, Thomas L. Kelly, Carrol E. Aulbaugh, Robert Vogel, Rosalio Lopez M.D., Ronnie Brownsworth M.D., Michael L. Morgan, Andre Cassidy, Jerry Stewart M.D., Paul Hintze M.D., James W. Swift,

SERVICE AREA OPERATIONS DATA

Number of hospitals contracted with in Missouri:

31

Approximate number of primary care physicians (PCP) in Missouri:

406

Total number of participating physicians:

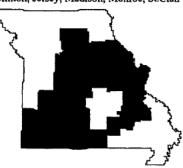
588

MISSOURI COUNTIES IN SERVICE AREA

Audrain, Barry, Barton, Benton, Boone, Callaway, Camden, Cedar, Chariton, Christian, Cole, Cooper, Dade, Dallas, Douglas, Franklin, Gasconade, Greene, Hickory, Howard, Howell, Iron, Jasper, Jefferson, Laclede, Lawrence, Lincoln, Linn, McDonald, Macon, Madison, Miller, Moniteau, Monroe, Montgomery, Morgan, Newton, Osage, Ozark, Pettis, Pike, Polk, Ralls, Randolph, Reynolds, St.Charles, St.Clair, St.Francois, St.Louis, St.Louis City, Saline, Shannon, Stone, Taney, Warren, Washington, Webster, Wright

ILLINOIS COUNTIES IN SERVICE AREA

Clinton, Jersey, Madison, Monroe, St.Clair



MERCY HEALTH PLANS of MISSOURI, INC., d/b/a PREMIER HEALTH PLANS

Management's Discussion & Analysis¹

1. Organization

Mercy Health Plans of Missouri, Inc. was licensed in January, 1995. The operating regions in Springfield and St. Louis were actively marketing the products by year-end. Those operating regions are responsible for marketing, customer service, medical management and provider service with corporate supporting the areas of finance, contracting, claims processing, strategic planning and oversight.

2. Operations

Balance Sheet: The balance sheet is solid for a start-up HMO with strong financial reserves (\$8,355,810 in assets, and net worth of \$5,313,979 at year-end December 31, 1995). The liability for Incurred but not Reported (IBNR) claims is funded at a level which management feels is appropriate and had been confirmed by our external actuaries (\$3,041,831 in liabilities at year-end December 31, 1995).

Statement of Earnings: This HMO is the first year of operations has done significant work in the communities to develop product and name recognition. The expectation for next year is to build on that work to gain a respectable market share for an HMO in the second year of operation (Mercy Health Plans of Missouri, Inc. reported 11,310 members enrolled at year-end and a net loss of \$3,686,021 for the year-end December 31, 1995).

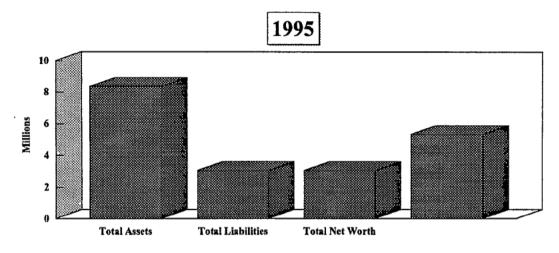
December 1996 147

¹Excerpts quoted from Mercy Health Plans of Missouri, Inc., d/b/a Premier Health Plans's 1995 "Management's Discussion and Analysis" supplemental filing. Italicized text indicates unquoted text added for clarification.

Mercy Health Plans of Missouri, Inc., d/b/a Premier Health Plans

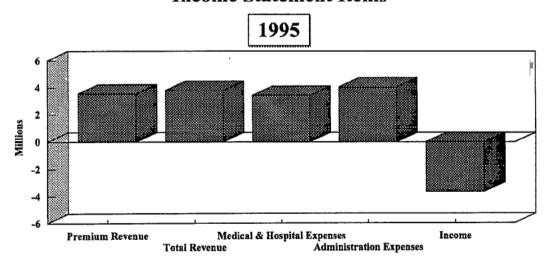
Note: 1995 was the first year of operations for Mercy Health Plans of Missouri, Inc. Approximately 75% of the total year-end enrollment were Medicaid recipients.

Balance Sheet Items



Item	1995		
Total Assets	\$8,355,810		
Total Liabilities	\$3,041,831		
Total Net Worth	\$5,313,979		

Income Statement Items

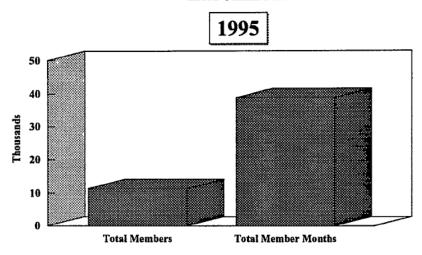


Item	1995
Premium Revenue	\$3,543,148
Total Revenue	\$3,798,877
Medical & Hospital Expenses	\$3,428,865
Administration Expenses	\$4,056,033
Income	(\$3,686,021)

Mercy Health Plans of Missouri, Inc., d/b/a Premier Health Plans

Note: 1995 was the first year of operations for Mercy Health Plans of Missouri, Inc. Approximately 75% of the total year-end enrollment were Medicaid recipients.

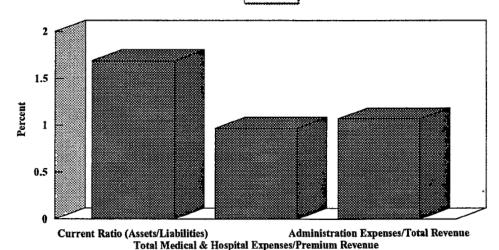
Enrollment



Item	1995
Total Members	11,310
Total Member Months	38,870

Formulas

1995



Item	1995	
Current Ratio (Assets/Liabilities)	169.0%	
Total Medical & Hospital Expenses/Premium Revenue	96.8%	
Administration Expenses/Total Revenue	106.8%	

December 1996

Mercy Health Plans of Missouri, Inc., d/b/a Premier Health Plans

1995 Enrollment Demographics

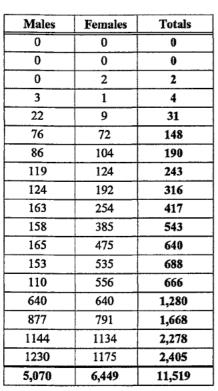
Note: The following enrollment chart and table depicts the demographic composition of Mercy Health Plans of Missouri enrollees, 75% of whom are Medicaid recipients.

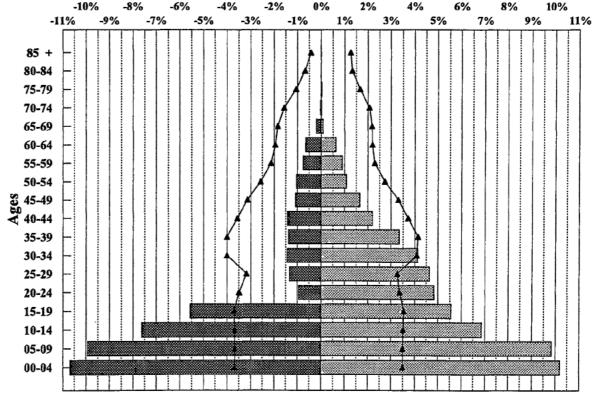
Average Age of Enrollees

Commercial Members = 33.9 Medicaid Members = 13.1 Total Members = 18.3

Percentage of Female Enrollees

Commercial Members = 51.7% Medicaid Members = 57.4% Total Members = 56.0%





- % of Male HMO members
- ☑ % Female HMO Members
- ★ 1995 Total Missouri Population %s

MetraHealth Care Plan of Kansas City, Inc.

9 Corporate Woods, Suite 185 9200 Indian Creek Parkway Overland Park, KS 66210 314/524-1157 or 314/542-1400 State of Domicile: Missouri Incorporated: March 21, 1986
Admitted to Missouri: December 29, 1986
Federally qualified: N/A

Accredited: N/A Model type: IPA

An affiliated company of: United HealthCare Corporation

1995 YEAR-END OFFICERS

President: Thomas Zorumski
Secretary: Brigid M. Spicola
Executive V.P. and Treasurer: David P. Koppe
Other Officers: Steven J. Brash, Leo R. Brown, Thomas Dyson,
Diane Flottemesch, Matthew L. Friedman, Sheila McMillan
Margaret E. Hennessey, Seth A. Jacobs, P. Alain McMahon
Kevin H. Roche, George A. Ryan, Charles L. Sweeris,
Lisa Tomei, Camille Trunkett, Travers H. Wills

1995 MISSOURI ENROLLMENT

Total Missouri member months:

56,482

Total Missouri members:

- 6,014

1995 TOTAL ENROLLMENT

Non-Missouri enrollment includes Kansas members



1995 YEAR-END DIRECTORS or TRUSTEES

Kevin J. Burns James D. Cross M.D. David P. Koppe Thomas Zorumski

SERVICE AREA OPERATIONS DATA

Approximate number of hospitals/clinics contracted with in Missouri:

50

Approximate number of contracted primary care physicians (PCP) in Missouri:

775

Total number of participating physicians in Kansas and Missouri:

1,796

MISSOURI COUNTIES IN SERVICE AREA

Cass, Clay, Jackson, Lafayette, Platte

KANSAS COUNTIES IN SERVICE AREA

Johnson, Leavenworth, Wyandotte



METRAHEALTH CARE PLAN of KANSAS CITY, INC.

Notes to Financial Statements¹

1. Organization and Operations

MetraHealth Care Plan of Kansas City, Inc. (The "Company") was incorporated under the laws of the state of Missouri in 1986 and received its certificate of authority from the state of Missouri to operate as a Health Maintenance Organization ("HMO") in December, 1986 and its certificate of authority from the state of Kansas to operate as an HMO in March, 1987. The Company is a wholly-owned subsidiary of MetraHealth Management Corporation ("MHMC") which is an indirect, wholly-owned subsidiary of The MetraHealth Companies, Inc. ("MetraHealth") which was formed on January 3, 1995 when Metropolitan Life Insurance Company ("MLI") contributed the stock of the Company and other related subsidiaries to a newly formed corporate joint venture. In October, 1995, The MetraHealth Companies, Inc. and its affiliated companies were acquired by United HealthCare Corporation.

2. Medical Claims and Capitation

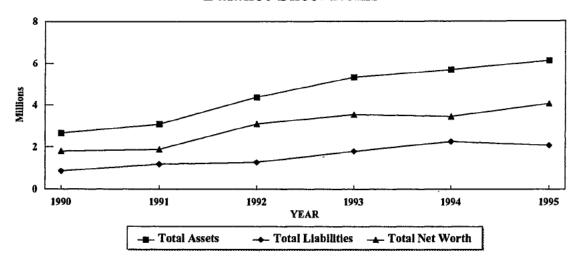
The Company contracts with IPAs, hospitals and other health care providers to provide health care services to its enrollees. The Company pays capitation or negotiated fees for services rendered by these providers. ASO (Administrative Service Only) contracts represent self insured arrangements wherein various employers retain all health care service risks, while the Company provides administrative services for a fee. The Company does not reflect payment of ASO claims in its Statement of Revenues and Expenses.

3. Related Parties

The Company has a management services agreement with MHMC. Under the terms of that agreement, MHMC provides all management, occupancy and administrative services for the Company. For these services, the Company pays MHMC management fees which are classified as general and administrative expenses. MetraHealth, through its various subsidiaries, markets certain employee benefit products, which include HMO benefit options of the Company, and is responsible for billing and collecting premiums for these products. Premiums for certain multi-option products are allocated between the Company and MetraHeatlh. Such allocations are calculated on an actuarial basis to reflect estimated member utilization of HMO versus indemnity products. The Company purchases stop loss reinsurnace coverage from Metropolitan to limit its exposure on member claims.

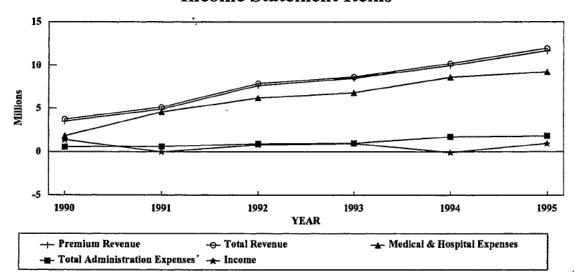
¹Excerpts quoted from the Statement as of December 31, 1995 of the MetraHealth Care Plan of Kansas City, Inc., and the company's 1995 "Management Discussion and Analysis" supplemental filing. Italicized text indicates unquoted text added for clarification.

Balance Sheet Items



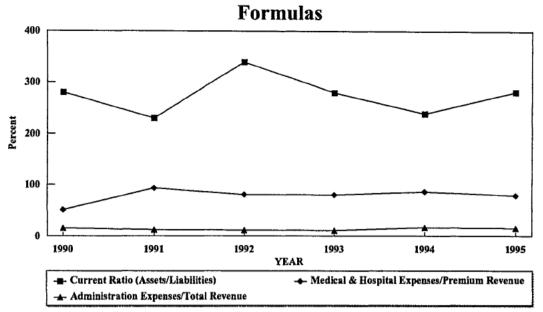
Item	1990	1991	1992	1993	1994	1995
Total Assets	\$2,658,160	\$3,073,004	\$4,375,630	\$5,314,412	\$5,683,179	\$6,111,974
Total Liabilities	\$860,120	\$1,189,935	\$1,276,551	\$1,782,203	\$2,241,508	\$2,063,185
Total Net Worth	\$1,798,040	\$1,883,069	\$3,099,079	\$3,532,209	\$3,441,671	\$4,048,789

Income Statement Items



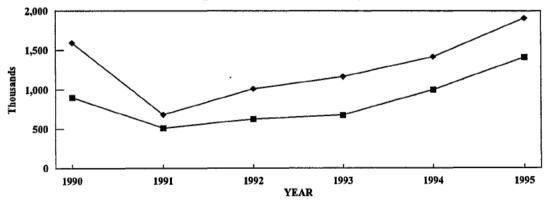
Item	1990	1991	1992	1993	1994	1995
Premium Revenue	\$3,501,962	\$4,879,355	\$7,657,278	\$8,480,635	\$9,956,707	\$11,662,965
Total Revenue	\$3,701,951	\$5,097,768	\$7,853,468	\$8,651,222	\$10,189,962	\$11,964,433
Medical & Hospital Expenses	\$1,784,438	\$4,554,685	\$6,190,035	\$6,797,163	\$8,625,341	\$9,239,486
Administration Expenses	\$550,284	\$598,981	\$901,047	\$945,090	\$1,676,817	\$1,805,833
Income	\$1,367,229	(\$55,898)	\$762,386	\$908,969	(\$112,196)	\$919,114

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Item	1990	1991	1992	1993	1994	1995
Current Ratio (Assets/Liabilities)	280.0%	230.0%	340.0%	280.0%	239.0%	281.7%
Medical & Hospital Expenses/Premium Revenue	51.0%	93.3%	80.8%	80.1%	86.6%	79.2%
Administration Expenses/Total Revenue	14.9%	11.7%	11.5%	10.9%	16.5%	15.1%

Unpaid Claims Analysis



Item	1990	1991	1992	1993	1994	1995
Development of Prior Year Claims	\$898,657	\$511,448	\$624,301	\$677,151	\$999,235	\$1,410,786
Estimated Liability of Unpaid Claims Previous Year	\$1,595,575	\$680,317	\$1,008,762	\$1,164,074	\$1,418,561	\$1,908,931

Development of Prior Year Claims

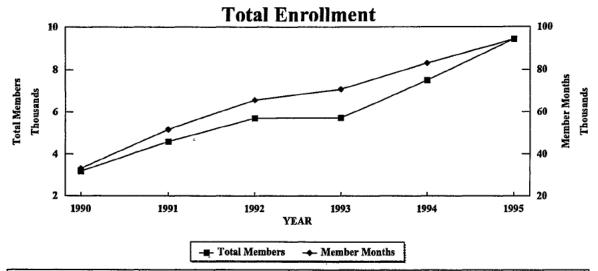
- Estimated Liability of Unpaid Claims Previous Year

Development of Prior Year Claims is the sum of total claims paid during the year but incurred in the prior year, and claims unpaid as of 12/31 of the current year on claims incurred in prior years.

Estimated Liability of Unpaid Claims Previous Year is the estimated liability of all unpaid claims as 12/31 of the previous year.

The graph shows the trend in unpaid claims liability and the accuracy of the HMO in accounting for outstanding liabilities. A relatively large gap between the two trends or erratic trend behavior may require a more detailed analysis of claims management operations. Relatively large changes in both value should be examined on a per member per month basis.

December 1996



Item	1990	1991	1992	1993	1994	1995
Total Members	3,188	4,584	5.700	5,717	7,500	9,403
Total Member Months	33,152	51,654	65,791	70,675	82,938	93,961

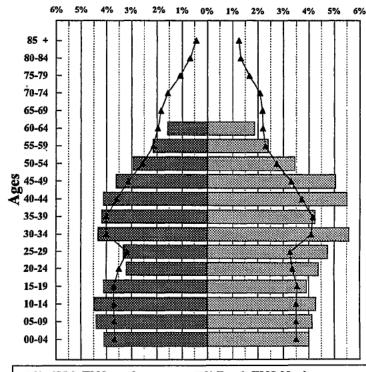
1995 Missouri Enrollment Demographics

Note: The following demographic data represents the combined HMO membership of the two MetraHealth HMOs (MetraHealth Care Plan of Kansas City and MetraHealth Care Plan of St. Louis) active in Missouri at year end 1995. Approximately 16% of the totals shown were enrollees of MetraHealth Care Plan of Kansas City, Inc. In March of 1996, MetraHealth Care Plan of St. Louis was purchased by Principal Mutual Life Insurance Company and renamed Principal Health Care of St. Louis.

Average Age of Enrollees = 30.9

Percentage of Female Enrollees = 53.5%

Males	Females	Totals
0	0	0
0	0	0
0	0	0
0	0	0
0	0	0
608	709	1,317
825	920	1,745
1,131	1,321	2,452
1,386	1,930	3,316
1,583	2,108	3,691
1,606	1,626	3,232
1,657	2,138	3,795
1,277	1,819	3,096
1,230	1,679	2,909
1,577	1,502	3,079
1,721	1,641	3,362
1,687	1,582	3,269
1,573	1,533	3,106
17,861	20,508	38,369



≅ % of Male HMO members ≅ % Female HMO Members ± 1995 Total Missouri Population %s

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December 1990

Physicians Health Plan of Greater St. Louis, Inc.

Physicians Health Plan of Greater St. Louis, Inc.

77 West Port Plaza, Suite 500 St. Louis, MO 63146 800/535-9291 or 314/275-7000

State of Domicile: Missouri

Incorporated: June 10, 1985
Admitted to Missouri: February 20, 1986
Federally qualified: June 17, 1986
Accredited: N/A

Model type: IPA

An affiliated company of: United HealthCare Corporation

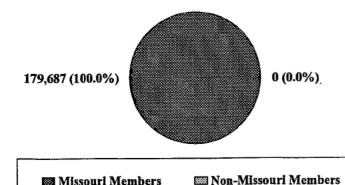
1995 YEAR-END OFFICERS

President: Thomas Zorumski Acting Secretary: Brigid M. Spicola Acting Treasurer: David P. Koppe Other Officers: Philip Paul Mainquist

1995 MISSOURI ENROLLMENT

Total Missouri member months: 1,971,860 Missouri members: 179,687

1995 TOTAL ENROLLMENT



1995 YEAR-END DIRECTORS

David M. Keefe M.D., Leroy F. Ortmeyer M.D., Jeffery I. Schulman M.D., R. Jerome Williams Sr. M.D.

SERVICE AREA OPERATIONS DATA

Approximate number of contracted hospitals & clinics in Illinois and Missouri:

107

Approximate number of contracted primary care physicians (PCPs) in MO:

420

Total number of participating physicians:

4,250

MISSOURI COUNTIES IN SERVICE AREA

Adair, Audrain, Barry, Bollinger, Boone, Butler, Callaway, Camden, Cape Girardeau (POS only), Carter, Christian, Cole, Cooper, Crawford, Dent, Dunklin, Franklin, Gasconade, Greene, Howard, Howell, Iron, Jasper, Jefferson, Laclede, Lawrence, Lincoln, McDonald, Macon, Madison, Maries, Miller, Mississippi, Moniteau, Montgomery, Morgan, New Madrid, Newton, Oregon, Osage, Pemiscot, Perry, Phelps, Pike, Pulaski, Randolph, Reynolds, Ripley, St.Charles, St.Francois, Ste.Genevieve, St.Louis, St.Louis City, Scott,, Shannon, Stoddard, Taney, Texas, Warren, Washington, Wayne, Webster, Wright



PHYSICIANS HEALTH PLAN of GREATER ST. LOUIS, INC.

Management's Discussion & Analysis¹

1. Overview

Physicians Health Plan of Greater St. Louis, Inc. (the Company), a for-profit health maintenance organization, offers its enrollees a variety of managed care programs and products through contractual arrangements with health care providers. The Company has entered into contracts with physicians, hospitals and other health care providers pursuant to which such providers deliver medical care to its enrollees on a modified fee-for-service or capitated basis. The Company is a wholly owned subsidiary of Midwest Physicians Health Programs, Inc., a substantially wholly owned subsidiary of United HealthCare Services Company, Inc., an HMO management corporation which provides services to the Company under terms of a management agreement. United HealthCare Services, Inc. (formerly United Management Company) is a wholly owned subsidiary of United HealthCare Corporation.

2. Results of Operations

Membership grew from a base of 127,942 at year end 1994 to 179,687 members at December 31, 1995, a 40% increase. The growth was attributable to an increase 44,887 members in commercial groups and 6,858 members in the Medicare Risk membership. Revenue increased by nearly \$78 million from 1994 to 1995. This increase was mostly due to the 40% growth in membership. Another factor causing the increase was the addition of 7,000 Medicare members in 1995 at over \$370 per member per month. Commercial premium yields actually decreased slightly in 1995 due to benefit changes and the competitive environment. The medical loss ratio in 1995 was 83% which represents a slight increase over 1994. Commercial medical costs, on a per member per month basis, were flat (0% trend) in comparison to 1994. Commercial hospital impatient days per thousand decreased by 9% in 1995. Administrative costs, on a per member per month basis, are consistent with the prior year.

3. Financial Position

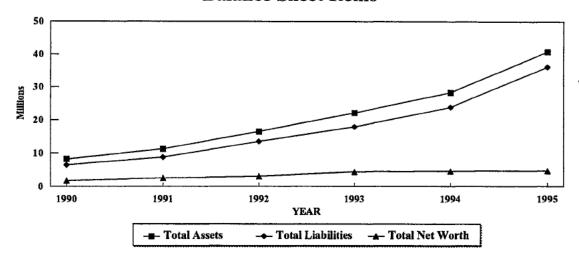
At December 31, 1995, the Company had assets totaling \$40,926,000 which represented a 44% increase over 1994. Fifty percent of this year end balance is invested in long-term assets such as State mandated minimum cash reserves and long-term investments. Increased liabilities were primarily a result of increased claims payable which was is a result of the Company's growing membership. The other major increases occurred in the accrued medical incentive pool and unearned premiums. The increase in the accrued medical incentive pool was a result of increased incentives accruals for primary care physicians on the commercial fee-for-service product and the capitated Medicare product.

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¹Excerpts quoted from Physicians Health Plan of Greater St. Louis, Inc.'s 1995 Management's Discussion and Analysis supplemental filing. Italicized text indicates unquoted text added for clarification.

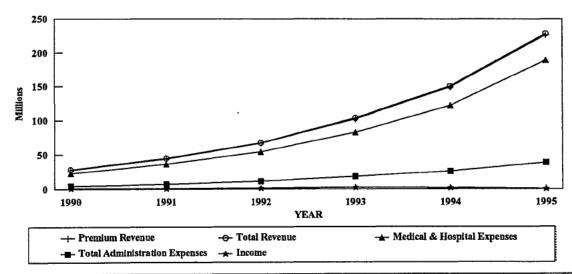
Physicians Health Plan of Greater St.Louis, Inc.

Balance Sheet Items



ltem	1990	1991	1992	1993	1994	1995
Total Assets	\$8,115,102	\$11,213,238	\$16,409,564	\$22,206,069	\$28,441,948	\$40,926,340
Total Liabilities	\$6,344,665	\$8,665,763	\$13,441,427	\$17,878,980	\$23,913,379	\$36,320,254
Total Net Worth	\$1,770,437	\$2,547,475	\$2,968,137	\$4,327,089	\$4,528,569	\$4,606,086

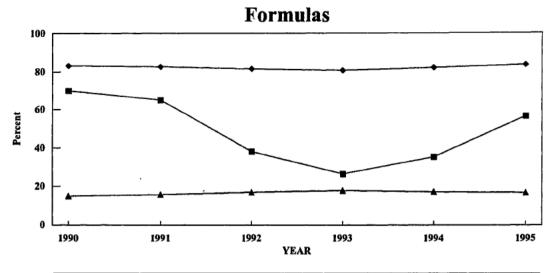
Income Statement Items



ltem	1990	1991	1992	1993	1994	1995
		T - 12 000 201	266 524 522	0100 500 067	0140 140 613	6006 412 060
Premium Revenue	\$27,595,240	\$43,903,391	\$66,524,508	\$102,528,867	\$149,140,613	\$226,413,962
Total Revenue	\$28,089,453	\$44,479,172	\$67,218,806	\$103,646,914	\$150,553,421	\$228,387,613
Medical & Hospital Expenses	\$22,960,795	\$36,319,405	\$54,264,464	\$82,710,224	\$122,271,765	\$189,075,085
Administration Expenses	\$4,219,157	\$7,088,850	\$11,441,577	\$18,482,409	\$26,062,969	\$38,553,521
Income	\$909,501	\$1,070,917	\$1,512,765	\$2,454,281	\$2,218,687	\$759,007

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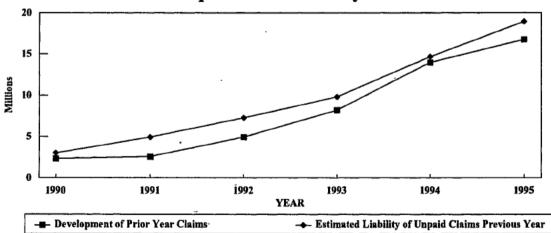
Physicians Health Plan of Greater St.Louis, Inc.



- Current Ratio (Assets/Liabilities)	→ Medical & Hospital Expenses/Premium Revenue
- Administration Expenses/Total Revenue	

Item	1990	1991	1992	1993	1994	1995
Current Ratio (Assets/Liabilities)	70.0%	65.0%	38.0%	26.3%	35.2%	56.4%
Medical & Hospital Expenses/Premium Revenue	83.2%	82.7%	81.6%	80.7%	82.0%	83.5%
Administration Expenses/Total Revenue	15.0%	15.9%	17.0%	17.8%	17.3%	16.9%

Unpaid Claims Analysis



Item	1990	1991	1992	1993	1994	1995
Development of Prior Year Claims	\$2,347,474	\$2,587,917	\$4,953,908	\$8,197,703	\$13,922,746	\$16,741,717
Estimated Liability of Unpaid Claims Previous Year	\$3,003,471	\$4,942,376	\$7,253,043	\$9,806,174	\$14,632,201	\$18,921,442

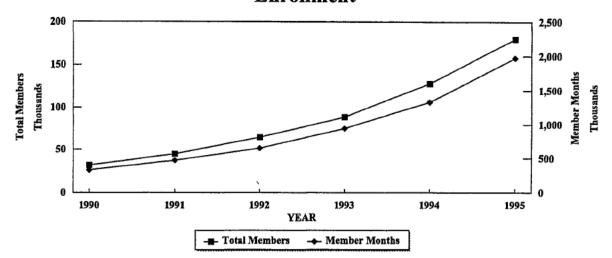
Development of Prior Year Claims is, the sum of total claims paid during the year but incurred in the prior year, and claims unpaid as of 12/31 of the current year on claims incurred in prior years.

Estimated Liability of Unpaid Claims Previous Year is the estimated liability of all unpaid claims as 12/31 of the previous year.

The graph shows the trend in unpaid claims liability and the accuracy of the HMO in accounting for outstanding liabilities. A relatively large gap between the two trends or erratic trend behavior may require a more detailed analysis of claims management operations. Relatively large changes in both value should be examined on a per member per month basis.

Physicians Health Plan of Greater St.Louis, Inc.

Enrollment



Item	1990	1991	1992	1993	1994	1995
Total Members	31,899	45,007	64,733	88,808	127,942	179,687
Total Member Months	328,680	466,014	647,048	938,633	1,326,146	1,971,860

1995 Enrollment Demographics

Approximately 5% of the following member counts are Medicare enrollees.

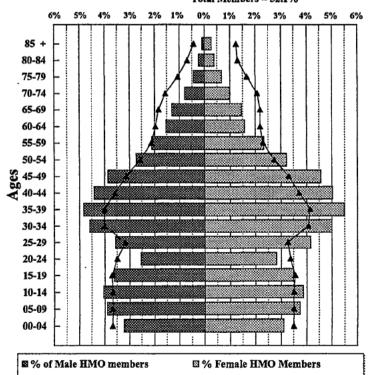
Average Age of Enrollees

Commercial Members = 31.8 Medicare Members = 72.5 Total Members = 33.8

Males	Females	Totals
189	488	677
422	665	1,087
108	1,196	1,997
1,405	1,743	3,148
2,334	2,589	4,923
2,751	2,808	5,559
3,777	4,154	7,931
4,877	5,743	10,620
6,905	8,166	15,071
7,887	8,978	16,865
8,644	9,794	18,438
8,209	8,922	17,131
6,379	7,437	13,816
4,549	5,052	9,601
6,478	6,227	12,705
7,242	6,907	14,149
6,986	6,683	13,669
5,762	5,529	11,291
85,597	93,081	178,678

Percentage of Female Enrollees

Commercial Members = 51.8% Medicare Members = 58.5% Total Members = 52.1%



▲ 1995 Total Missouri Population %s

Principal Health Care of Kansas City, Inc.,

101 East 101st Terrace, Suite 300 Kansas City, 64131

800/969-3343 or 816/931-8250

State of Domicile: Missouri

Incorporated: November 10, 1987
Admitted to Missouri: June 9, 1988
Federally qualified: N/A
Accredited: NCOA - One Year (reviewed 10/95)

Model type: IPA

An affiliated company of: Principal Mutual Life Insurance Company

1995 YEAR-END OFFICERS

President: Kenneth J. Linde Secretary: Robert J. Mrizek Chief Financial Officer: David W. Goltz

Other Officers: David L. Weiss, Sharon I. Taylor, Jerry G. Wisgerhof, Steven C. Whitty, Bruno A. Littleton, Michael J. Burgoyne, Adrian Walling M.D., Mary L. Bricker, Joyce N. Hoffman, Janet M. Stallmeyer. Robert M. Lewandowski, Robert Finuf II, Frank J. DiTorro M.D., Charles C. Wilhelm M.D., Gregory Boles

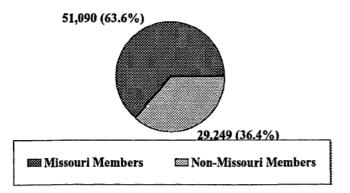
1995 MISSOURI ENROLLMENT

Total Missouri member months for the year: 574,196

Missouri members at end of year: 51,090

1995 TOTAL ENROLLMENT

Non-Missouri enrollment includes Kansas members



1995 YEAR-END DIRECTORS

Barbara Crawford Buenemann, Kevin J. Burns, James D. Cross M.D., Gail B. Marcus

SERVICE AREA OPERATIONS DATA

Number of hospitals contracted with in Kansas and Missouri:

35

Approximate number of primary care physicians (PCP) in KS/MO:

520

Total number of participating physicians in Kansas and Missouri:

6,232

MISSOURI COUNTIES IN SERVICE AREA

Boone, Buchanan, Callaway, Camden, Cass, Clay, Clinton, Cole, Cooper, Dekalb, Franklin, Gasconade, Henry, Jackson, Jefferson, Johnson, Lafayette, Madison, Maries, Miller, Moniteau, Montgomery, Morgan, Osage, Platte, Ray, Randolph, St.Charles, St.Francois, Ste.Genevieve, St.Louis, St.Louis City, Warren

KANSAS COUNTIES IN SERVICE AREA

Rutler, Cowley, Douglas, Franklin, Harvey, Jackson, Jefferson, Johnson, Leavenworth, Marion, Miami, Sedgwick, Shawnee, Sumner, Wyandotte



PRINCIPAL HEALTH CARE of KANSAS CITY, INC.

Notes to Financial Statements Management's Discussion & Analysis¹

1. Organization

Principal Health Care Plan of Kansas City, Inc. (the "Company") is a managed care organization that was incorporated in the State of Missouri on November 10, 1987 and was granted a certificate of authority to operate as a health maintenance organization (HMO) in Missouri and Kansas on June 10, 1988 and August 1, 1988, respectively. The Company is a wholly owned subsidiary of Principal Health Care, Inc. (Parent), a wholly owned subsidiary of Principal Holding Company (Principal), formerly Principal Financial Group, Inc., which is wholly owned by Principal Mutual Life Insurance Company (Principal Mutual). On December 1, 1994, the Company exchanged substantially all of its assets and liabilities with CIGNA Health Care of Kansas/Missouri, Inc. (CIGNA). This exchange involved the transfer of the assets and liabilities of solely the Wichita business of CIGNA for the assets and liabilities of the entire business of Principal Health Care of Ohio, Inc. Effective March 1995 Principal Health Care of Ohio, Inc., and Principal Health Care of Kansas City, Inc. merged.

2. Results of Operations

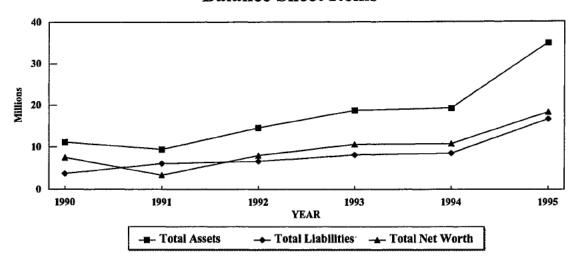
In 1995, the plan produces a net loss of (\$1,497,349) as compared to a net income of \$485,477 in 1994. Lower premium revenues were the primary cause contributing to the 1995 loss. The St. Louis market areas's premium revenues decreased \$17 per member and the Kansas City's market area's premium revenues decreased \$6.51 per member from the previous year. Under an Administrative Services Only (ASO) contract, the Company provides administrative and claims processing services to a self-insured group. The self-insured group retains liability for claims and reimburses the Company. Accordingly the Company does not reflect payment of these claims and receipts of the reimbursements in the financial statements.

3. Related Parties

The Parent provides management, consulting, and administrative services to the Company. The management fee is based on monthly membership. The Company and Principal Mutual entered into an agreement whereby both agreed to provide medical benefits to employees and dependents of employer groups electing the Triple Option Plan. Principal Mutual reimburses the Company for claims and capitation expenses and pays an administrative fee to the Company for Triple Option members who have selected the HMO plan. In December 1995, the Company acquired the MetraHealth Care Plan of St. Louis, Inc., a 32,000 member HMO, licensed in Missouri and Illinois. MetraHealth serves the St. Louis metropolitan area.

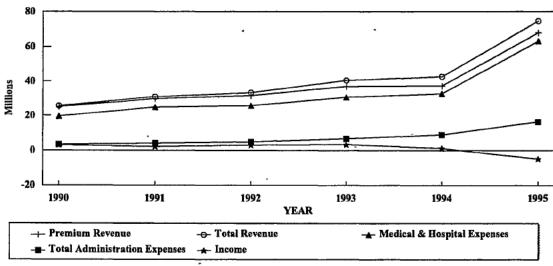
¹Excerpts quoted from the Statement as of December 31, 1995 of the Principal Health Care of Kansas City, Inc., (the Company) and the Company's 1995 "Management's Discussion and Analysis" supplemental filing.

Balance Sheet Items



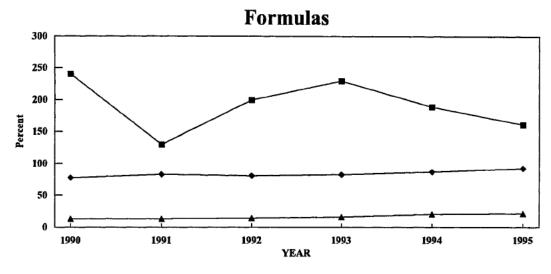
Item	1990	1991	1992	1993	1994	1995
						,
Total Assets	\$11,148,673	\$9,395,343	\$14,579,817	\$18,713,055	\$19,272,831	\$34,877,131
Total Liabilities	\$3,663,140	\$6,051,076	\$6,600,819	\$8,125,348	\$8,473,645	\$16,626,419
Total Net Worth	\$7,485,533	\$3,344,267	\$7,978,998	\$10,587,707	\$10,799,186	\$18,250,712

Income Statement Items



Item	1990	1991	1992	1993	1994	1995
Premium Revenue	\$24,995,654	\$29,912,015	\$31,662,619	\$36,964,283	\$37,326,492	\$67,925,084
Total Revenue	\$25,673,772	\$30,984,535	\$33,345,819	\$40,507,111	\$42,749,840	\$74,480,124
Medical & Hospital Expenses	\$19,438,834	\$24,917,745	\$25,751,953	\$30,681,755	\$32,685,406	\$63,118,911
Administration Expenses	\$3,361,460	\$4,031,702	\$4,714,351	\$6,588,940	\$8,930,320	\$16,342,055
Income	\$2,873,478	\$2,035,088	\$2,879,515	\$3,236,416	\$1,134,114	(\$4,980,842)

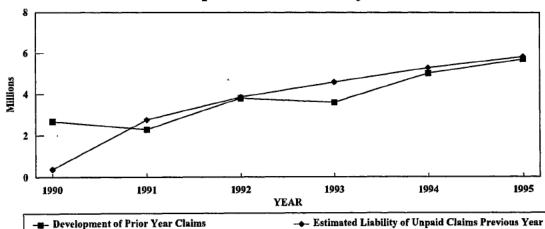
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- Current Ratio (Assets/Liabilities)	→ Medical & Hospital Expenses/Premium Revenue
A Administration Expenses/Total Revenue	

Item	1990	1991	1992	1993	1994	1995
Current Ratio (Assets/Liabilities)	240.0%	130.0%	200.0%	230.0%	190.0%	162.2%
Medical & Hospital Expenses/Premium Revenue	77.8%	83.3%	81.3%	-238.4%	87.6%	92.9%
Administration Expenses/Total Revenue	13.1%	13.0%	14.1%	6548.2%	20.9%	21.9%

Unpaid Claims Analysis



Item	1990	1991	1992	1993	1994	1995
Development of Prior Year Claims	N/A	N/A	N/A	\$3,613,549	\$5,027,631	\$5,711,266
Estimated Liability of Unpaid Claims Previous Year	\$352,000	\$2,756,432	\$3,869,168	\$4,596,769	\$5,297,526	\$5,835,800

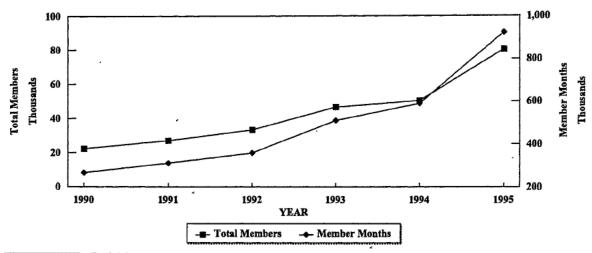
Development of Prior Year Claims is the sum of total claims paid during the year but incurred in the prior year, and claims unpaid as of 12/31 of the current year on claims incurred in prior years.

Estimated Liability of Unpaid Claims Previous Year is the estimated liability of all unpaid claims as 12/31 of the previous year.

The graph shows the trend in unpaid claims liability and the accuracy of the HMO in accounting for outstanding liabilities. A relatively large gap between the two trends or erratic trend behavior may require a more detailed analysis of claims management operations. Relatively large changes in both value should be examined on a per member per month basis.

Note: The first chart and table includes Principal's HMO and ASO enrollment. The second chart and table only includes HMO members, either residing in Kansas or Missouri.

Total Enrollment



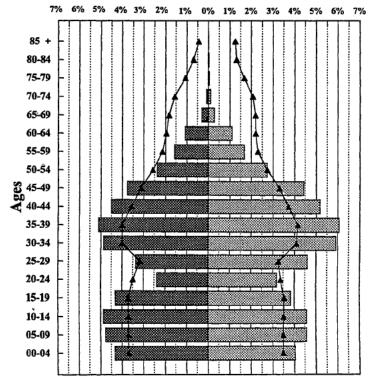
Item	1990 ·	1991	1992	1993 .	1994	1995
Total Members	22,215	26,971	33,226	46,606	50,226	80.339
Total Member Months	265,889	310,594	358,207	508,776	588,891	921,860

1995 Enrollment Demographics

Average Age of Enrollees = 29.2

Percentage of Female Enrollees = 52.3%

Males	Females	Totals
5	6	11
6	13	19
11	21	32
50	59	109
162	149	311
588	604	1,192
861	911	1,772
1,297	1,483	2,780
2,059	2,410	4,469
2,461	2,819 .	5,280
2,786	3,307	6,093
2,660	3,227	5,887
1,844	2,508	4,352
1,302	1,740	3,042
2,356	2,095	4,451
2,658	2,491	5,149
2,605	2,492	5,097
2,363	2,206	4,569
26,074	28,541	54,615



≅ % of Male HMO members ≅ % Female HMO Members ± 1995 Total Missouri Population %s

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December 1996

Principal Health Care of St. Louis, Inc.

Principal Health Care of St. Louis, Inc., (formerly MetraHealth Care Plan of St. Louis, Inc.)

25 Charles Street, 14 NB Hartford, CT 06183 314/542-1400

State of Domicile: Delaware

An affiliated company of: Principal Mutual Life Insurance Company

Incorporated: August 8, 1985
Admitted to Missouri: July 31, 1986
Federally qualified: N/A
Accredited: NCQA - One Year (reviewed 10/95)

Model type: IPA

1995 YEAR-END OFFICERS

President: Barbara Crawford Buenemann Secretary: James M. Michener Treasurer: Gail B. Marcus

Other Officers: Steven J. Brash, Leo R. Brown, Thomas Dyson,

Matthew L. Friedman, Margaret E. Hennessey, Seth A. Jacobs,

P. Alain McMahon, Sheila McMillan, George A. Ryan, Charles L. Sweeris, Lisa Tomei, Camille Trunkett

1995 MISSOURI ENROLLMENT

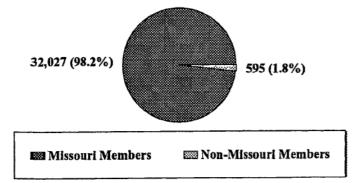
Total Missouri member months for the year: 368.087

Missouri members at end of year:

32,027

1995 TOTAL ENROLLMENT

Non-Missouri enrollment includes Illinois members



1995 YEAR-END DIRECTORS

Barbara Crawford Buenemann, Kevin J. Burns, James D. Cross M.D., Gail B. Marcus

SERVICE AREA OPERATIONS DATA

Number of hospitals contracted with in Missouri:

21

Approximate number of primary care physicians (PCP) in Missouri:

520

Total number of participating physicians in Illinois and Missouri: 2,560

MISSOURI COUNTIES IN SERVICE AREA

Franklin, Jefferson, St. Charles, St. Louis, St. Louis City

ILLINOIS COUNTIES IN SERVICE AREA

Cliton, Jersey, Macoupin, Madison, Monroe, St. Clair



PRINCIPAL HEALTH CARE of ST. LOUIS, INC.

(formerly "MetraHealth Care Plan of St. Louis, Inc.")

Notes to Financial Statements Management's Discussion & Analysis¹

1. Organization

MetraHealth Care Plan of St. Louis, Inc. (the "Company") was incorporated under the laws of the state of Delaware in 1985 and received its certificate of authority from the state of Missouri to operate as a HMO in July, 1987. The Company is a wholly-owned subsidiary of MetraHealth Care Management Corporation ("MHMC") which is an indirect, wholly-owned subsidiary of The MetraHealth Companies, Inc. ("MetraHealth"). In October, 1995, MetraHealth, and its affiliated companies were acquired by United HealthCare Corporation ("UHC"). In connection with the acquisition of MetraHealth by UHC, UHC agreed to divest itself of the Company. The sale of the Company was effective March 1, 1996 to Principal Health Care, Inc. The Company was renamed to Principal Health Care of St. Louis, Inc.

2. Medical Claims / Capitation

The Company contracts with IPAs, hospitals and other health care providers to provide health care services to its enrollees. The Company pays capitation or negotiated fees for services rendered by these providers. ASO (Administrative Service Only) contracts represent self insured arrangements wherein various employers retain all health care service risks, while the Company provides administrative services for a fee. The Company does not reflect payment of ASO claims in its Statement of Revenues and Expenses.

3. Results of Operations

The Company's net income for the year ended December 31, 1995 was \$6,711,481 or \$17.90 PMPM. These results compare to net income for the year ended December 31, 1994 of \$2,476,918 or \$7.22 PMPM. The Company realized an increase of approximately 31,887 member months from the prior year. The Company's net income for 1995 was impacted by a reduction in the accrued liability for the potential premium refunds in regard to the Company's participation in the Federal Employee Health Benefits Program.

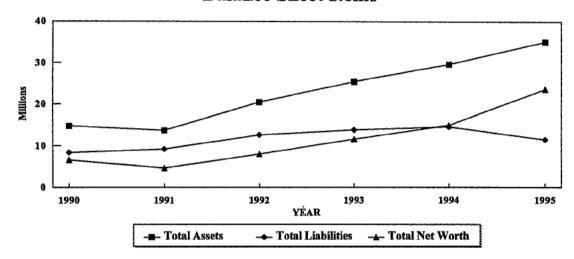
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¹Excerpts quoted from the Statement as of December 31, 1995 of the MetraHealth Care Plan of St. Louis, Inc., subsequently renamed "Principal Health Care of St. Louis, Inc." and the company's 1995 Management's Discussion and Analysis supplemental filing.

Principal Health Care of St. Louis, Inc.

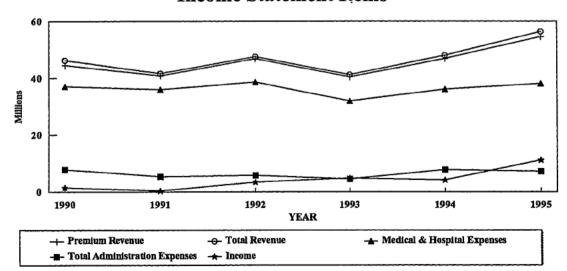
(formerly MetraHealth Care Plan of St. Louis, Inc.)

Balance Sheet Items



Item	1990	1991	1992	1993	1994	1995
Total Assets	\$14,744,415	\$13,668,433	\$20,469,261	\$25,402,827	\$29,656,167	\$35,136,409
Total Liabilities	\$8,250,862	\$9,099,915	\$12,614,461	\$13,835,190	\$14,637,458	\$11,491,706
Total Net Worth	\$6,493,553	\$4,568,518	\$7,854,800	\$11,567,637	\$15,018,709	\$23,644,703

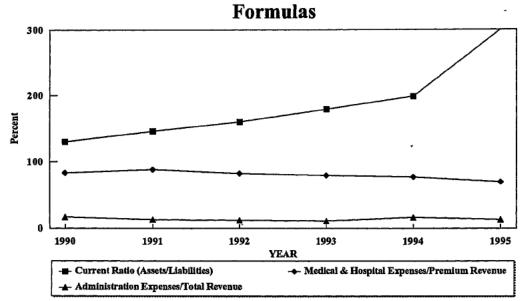
Income Statement Items



Item	1990	1991	1992	1993	1994	1995
Premium Revenue	\$44,491,188	\$40,850,826	\$46,718,756	\$40,341,381	\$46,737,292	\$54,563,360
Total Revenue	\$46,198,653	\$41,582,332	\$47,493,203	\$41,102,970	\$47,913,942	\$56,289,655
Medical & Hospital Expenses	\$37,040,847	\$36,004,868	\$38,480,783	\$31,914,545	\$36,047,318	\$38,031,712
Administration Expenses	\$7,727,817	\$5,260,004	\$5,737,377	\$4,432,819	\$7,760,330	\$7,165,112
Income	\$1,429,989	\$317,460	\$3,275,043	\$4,755,606	\$4,106,294	\$11,092,831

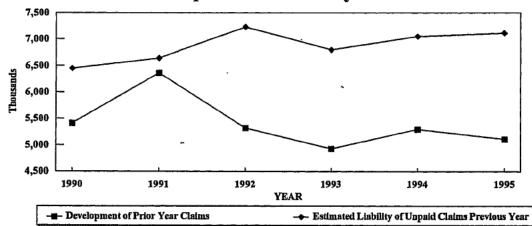
Principal Health Care of St. Louis, Inc.

(formerly MetraHealth Care Plan of St. Louis, Inc.)



Item	1990	1991	1992	1993	1994	1995
Current Ratio (Assets/Liabilities)	130.0%	146.0%	160.0%	178.9%	198.2%	300.3%
Medical & Hospital Expenses/Premium Revenue	83.3%	88.1%	82.4%	79.1%	77.1%	69.7%
Administration Expenses/Total Revenue	16.7%	12.6%	12.1%	10.8%	16.2%	12.7%

Unpaid Claims Analysis



Item	1990	1991	1992	1993	1994	1995
Development of Prior Year Claims	\$5,410,857	\$6,361,074	\$5,320,198	\$4,927,876	\$5,295,472	\$5,112,126
Estimated Liability of Unpaid Claims Previous Year	\$6,444,744	\$6,636,200	\$7,227,382	\$6,796,909	\$7,047,736	\$7,111,048

Development of Prior Year Claims is the sum of total claims paid during the year but incurred in the prior year, and claims unpaid as of 12/31 of the current year on claims incurred in prior years.

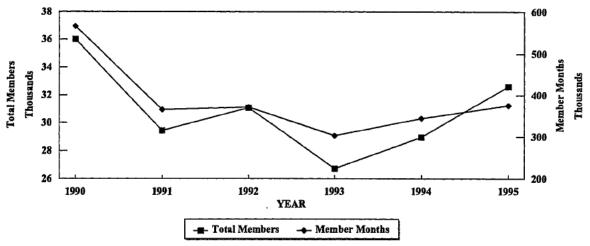
Estimated Liability of Unpaid Claims Previous Year is the estimated liability of all unpaid claims as 12/31 of the previous year.

The graph shows the trend in unpaid claims liability and the accuracy of the HMO in accounting for outstanding liabilities. A relatively large gap between the two trends or erratic trend behavior may require a more detailed analysis of claims management operations. Relatively large changes in both value should be examined on a per member per month basis.

Principal Health Care of St. Louis, Inc.

(formerly MetraHealth Care Plan of St. Louis, Inc.)





Item	1990	1991	1992	1993	1994	1995
Total Members	36,000	29,430	31,092	26,710	28,940	32,622
Total Member Months	565,328	364,718	371,140	302,390	343,140	375,027

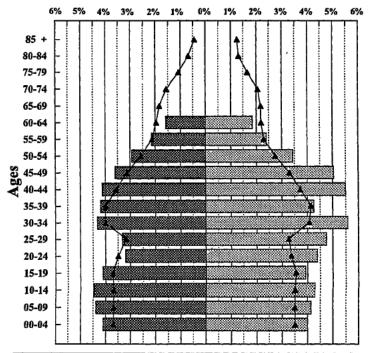
1995 Missouri Enrollment Demographics

Note: The following demographic data represents the combined HMO membership of the two MetraHealth HMOs (MetraHealth Care Plan of Kansas City and MetraHealth Care Plan of St. Louis) active in Missouri at year end 1995. Approximately 84% of the totals shown were enrollees of MetraHealth Care Plan of St. Louis, Inc. In March of 1996, MetraHealth Care Plan of St. Louis was purchased by Principal Mutual Life Insurance Company and renamed Principal Health Care of St. Louis, Inc.

Average Age of Enrollees = 30.9

Percentage of Female Enrollees = 53.5%

Males	Females	Totals
0	0	0
0	0	0
0	0	0
0	0	0
0	0	0
608	709	1,317
825	920	1,745
1,131	1,321	2,452
1,386	1,930	3,316
1,583	2,108	3,691
1,606	1,626	3,232
1,657	2,138	3,795
1,277	1,819	3,096
1,230	1,679	2,909
1,577	1,502	3,079
1,721	1,641	3,362
1,687	1,582	3,269
1,573	1,533	3,106
17,861	20,508	38,369



≅ % of Male HMO members ≅ % Female HMO Members ★ 1995 Total Missouri Population %s

Prudential Health Care Plan, Inc., d/b/a PruCare

Prudential Health Care Plan, Inc., d/b/a PruCare

12312 Olive Boulevard, Suite 500 St. Louis, MO 63141

314/542-4500 or 314/567-1100

State of Domicile: Texas

Incorporated: October 15, 1975 Admitted to Missouri: July 11, 1986 Federally qualified: August 1, 1986 Accredited: NCOA - Full Accreditation Model type: Mixed

An affiliated company of: The Prudential Insurance Company of America

1995 YEAR-END OFFICERS

President: Samuel Howard Havens Secretary: Chrystal Veazey-Watson Senior V.P. & Comptoller: Robert David Blood Other Senior V.P.s: Ian S. Udvarhelyi M.D., Robert D. Blood, Dennis R. Walsh, Rollin L. Lacy, Kathleen S. Swenson, William L. Roper M.D., Richard F. Rivers, Ivan J. Kamil M.D.

1995 MISSOURI ENROLLMENT

Total Missouri member months for the year:

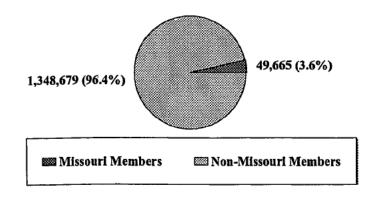
422,282

Missouri members at end of year:

49,665

1995 TOTAL ENROLLMENT

Non-Missouri enrollment includes Prudential Health Care Plan members residing in all other states the plan is licensed: AR, CO, DC, FL, IL, IN, KS, KY, MD, MA, MS, NJ, NC, OH, OK, PA, TN, TX, & VA



1995 YEAR-END DIRECTORS

Samuel H. Havens, George H. Becker Jr., William L. Roper M.D., Kathleen S. Swenson, Carolann P. Moore, Stephen McCarthy

SERVICE AREA OPERATIONS DATA

Number of hospitals contracted with in Kansas and Missouri:

Approximate number of primary care physicians (PCP) in KS/MO:

Total number of participating physicians in all states plan is licensed: 40,092

MISSOURI COUNTIES IN SERVICE AREA

Audrain, Cass, Clay, Franklin, Jackson, Jefferson, Lafayette, Lincoln, Montgomery, Platte, Ray, St. Charles, St. Louis, St. Louis City, Warren

ILLINOIS and KANSAS COUNTIES IN SERVICE AREA

Calhoun IL, Clinton IL, Randolph IL, Johnson KS, Leavenworth KS, Miami KS, Wyandotte KS



PRUDENTIAL HEALTH CARE PLAN, INC., d/b/a PRUCARE

Notes to Financial Statements Management's Discussion & Analysis¹

1. Organization

Prudential Health Care Plan, Inc. (the Company) is a wholly-owned subsidiary of PRUCO, Inc., a wholly-owned subsidiary of The Prudential Insurance Company of America (Prudential). The Company was incorporated on October 15, 1975 under the laws of the state of Texas. The Company is a Health Maintenance Organization (HMO) engaged in providing and arranging for the health care services and in the marketing and administration of contracts for such services. The Company is licensed to operate in twenty states, including Illinois, Kansas, and Missouri. The Company has various agreements with affiliates relating to fees, reimbursement of expenses, services of officers and employees and use of equipment and office space.

2. Results of Operations

Premium revenue grew at a rate of 14.2%, while membership grew 15.6%. Most notable is the increase in Medicare and Medicaid premium due to the Company's initiatives to enter new markets. Competitive rate pressures prevented premium from growing at a larger rate. Medical expenses continued to grow at a greater rate than premium due to the Company's strategic initiatives in the Medicare/Medicaid markets, coupled with the restructuring of existing group models and establishment of new group models. The Company has implemented specific cods reduction initiatives, including recontracting with providers and improved utilization management focused on reducing medical expenses. Administrative expenses were also impacted by the Company's strategic initiatives. Through a service agreement with its parent, the Company receives an allocated share of expenses, such as those associated with efforts to enter new markets and recontract with providers. Specific cost reduction initiatives, including internal restructuring, are intended to reduce the Company's level of administrative expenses in future years.

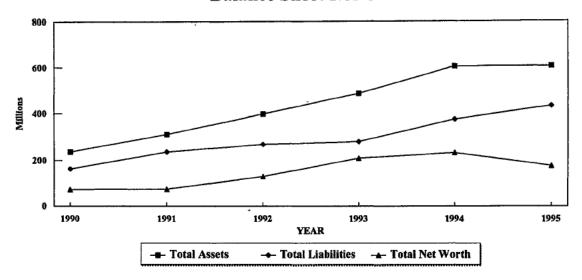
3. Related Parties

The Company provides health insurance benefits to certain Prudential affiliates. Enrollment contract revenues include \$95,437,507 and \$92,552,200 for Prudential affiliates for 1995 and 1994, respectively (4.6% of total 1995 premiums, and 5.1% of the 1994 total). Accounts receivable-enrollment contracts include \$14,740,103 and \$12,435,814 from Prudential affiliates as of December 31, 1995 and 1994, respectively.

¹Excerpts quoted from the Statement as of December 31, 1995 of the Prudential Health Care Plan, Inc., (the Company) and the Company's 1995 "Management's Discussion and Analysis" supplemental filing. Italicized text indicates unquoted text added for clarification.

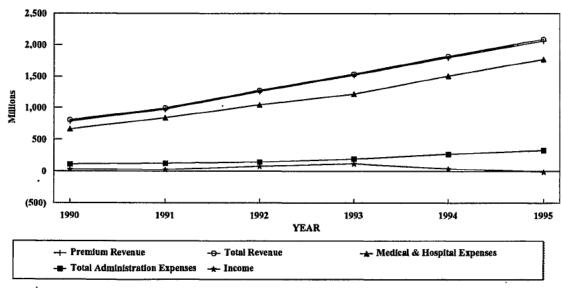
Prudential Health Care Plan, Inc., d/b/a PruCare

Balance Sheet Items



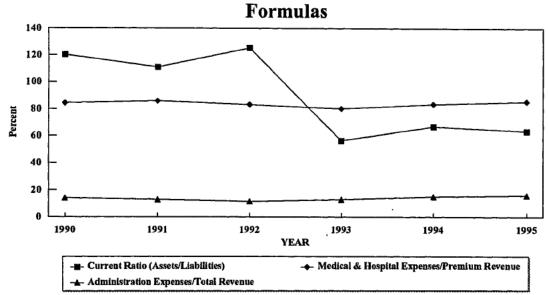
Item	1990	1991	1992	1993	1994	1995
Total Assets	\$234,867,565	\$309,619,605	\$396,502,613	\$485,662,688	\$604,100,960	\$605,572,499
Total Liabilities	\$162,310,153	\$235,353,674	\$267,160,913	\$277,428,362	\$373,528,207	\$431,425,305
Total Net Worth	\$72,557,412	\$74,265,931	\$129,341,700	\$208,234,326	\$230,572,753	\$174,147,194

Income Statement Items



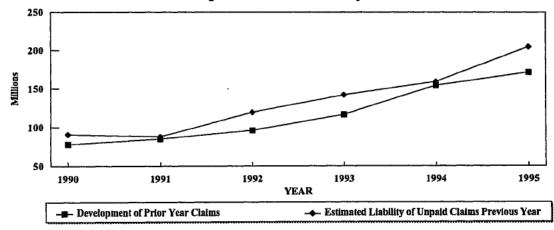
Item	1990	1991	1992	1993	1994	1995
Premium Revenue	\$784,837,648	\$975,783,852	\$1,259,735,894	\$1,517,555,237	\$1,798,821,907	\$2,060,338,683
Total Revenue	\$802,074,965	\$990,136,734	\$1,274,745,453	\$1,533,859,660	\$1,816,523,500	\$2,084,280,960
Medical & Hospital Expenses	\$660,759,023	\$837,330,667	\$1,048,648,567	\$1,218,735,678	\$1,504,114,443	\$1,766,445,697
Administration Expenses	\$111,872,463	\$128,093,904	\$145,311,710	\$197,464,409	\$271,556,159	\$331,348,399
Income	\$29,443,479	\$24,712,163	\$80,785,176	\$117,659,573	\$40,852,898	(\$13,513,136)

Prudential Health Care Plan, Inc., d/b/a PruCare



Item	1990	1991	1992	1993	1994	1995
Current Ratio (Assets/Liabilities)	120.2%	111.1%	125.6%	56.3%	66.9%	63.4%
Medical & Hospital Expenses/Premium Revenue	84.2%	85.8%	83.2%	-238.4%	83.6%	85.7%
Administration Expenses/Total Revenue	13.9%	12.9%	11.4%	6548.2%	14.9%	15.9%

Unpaid Claims Analysis



Item	1990	1991	1992	1993	1994	1995
Development of Prior Year	\$77,598,725	\$84,783,717	\$96,109,222	\$116,338,746	\$153 838 234	\$171.343.554
Claims	\$11,396,123	\$64,765,717				
Estimated Liability of Unpaid Claims Previous Year	\$90,487,059	\$87,773,753	\$119,025,153	\$141,545,883	\$159,037,378	\$204,677,639

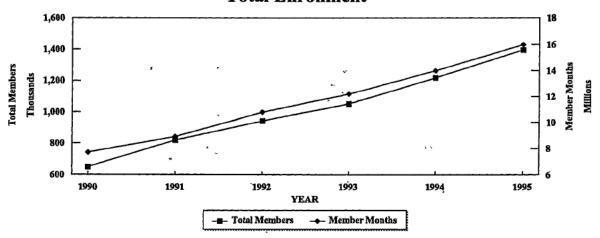
Development of Prior Year Claims is the sum of total claims paid during the year but incurred in the prior year, and claims unpaid as of 12/31 of the current year on claims incurred in prior years.

Estimated Liability of Unpaid Claims Previous Year is the estimated liability of all unpaid claims as 12/31 of the previous year.

The graph shows the trend in unpaid claims liability and the accuracy of the HMO in accounting for outstanding liabilities. A relatively large gap between the two trends or erratic trend behavior may require a more detailed analysis of claims management operations. Relatively large changes in both value should be examined on a per member per month basis.

Prudential Health Care Plan, Inc., d/b/a PruCare

Total Enrollment



Item	1990	1991	1992	1993	1994 ⁻	1995
					>	۲ .
Total Members	647,430	818,838	942,605	1,051,351	1,218,091	1,398,344
Total Member Months	7,689,704	8,894,480	10,759,397	12,182,264	13,973,835	15,971,304

1995 Missouri Enrollment Demographics

Note: The following chart and table includes approximately 30,000 Administrative Service Only (ASO) enrollees residing in Missouri. In addition, approximately 19% of the totals shown are Medicald recipients.

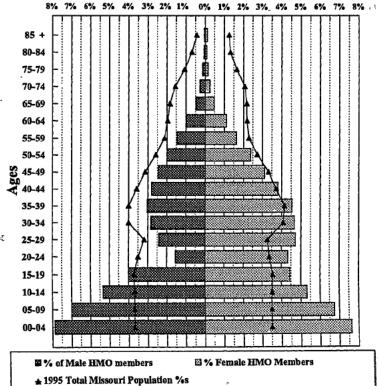
Average Age of Enrollees

Commercial Members = 28.0 Medicaid Members = 12.6 Total Members = 25.0

Percentage of Female Enrollees

Commercial Members = 54.4% Medicaid Members = 59.6% Total Members = 55.4%

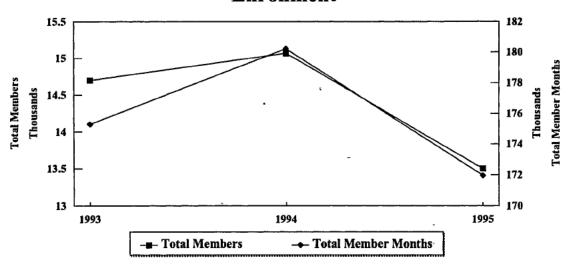
Males	Females	Totals	
41	96	137	
48	61	109	
98	112	210	
205	198	403	
374	369	743	
777	865	1,642	
1,158	1,280	2,438	
1,566	1,870	3,436	
1,918	2,445	4,363	
2,197	2,989	5,186	
2,387	3,574	5,961	
2,225	3,663	5,888	
1,898	3,714	5,612	
1,206	3,408	4,614	
3,138	3,498	6,636	
4,197	4,192	8,389	
5,504	5,299	10,803	
6,212	6,005	12,217	
35,149	43,638	78,787	



Truman Medical Center, Inc.

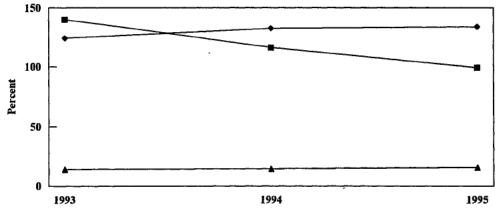
Note: The following data, especially administration and medical expenses compared to premium revenue and total revenue, appear unusual due to their annual statement presenting information for the entire Truman Medical Center corporate entity (Truman Medical Center East, Truman Medical Center West, and Truman Medical Center (HMO)).

Enrollment



Item	1993	1994	1995
Total Members	14,694	15,069	13,498
Total Member Months	175,287	180,218	171,959

Formulas

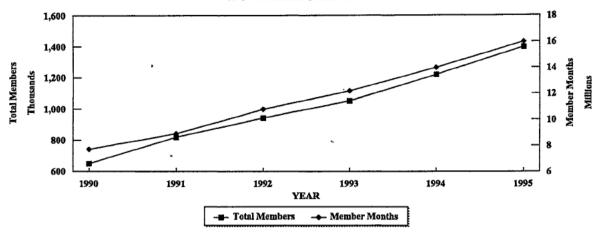


- Current Ratio (Assets/Liabilities)	→ Medical & Hospital Expenses/Premium Revenue
▲ Administrative Expenses/Total Revenue	

Item	1993	1994	1995
Current Ratio (Assets/Liabilities)	140.0%	116.3%	99.4%
Total Medical & Hospital Expenses/Premium Revenue	124.0%	132.5%	133.8%
Administration Expenses/Total Revenue	14.2%	14.7%	15.7%

Prudential Health Care Plan, Inc., d/b/a PruCare





Item	1990	1991	1992	1993	1994	1995
Total Members	647.430	818,838	942,605	1,051,351	1,218,091	1,398,344
Total Member Months	7,689,704	8,894,480	10,759,397	12,182,264	13,973,835	15,971,304

1995 Missouri Enrollment Demographics

Note: The following chart and table includes approximately 30,000 Administrative Service Only (ASO) enrollees residing in Missouri. In addition, approximately 19% of the totals shown are Medicaid recipients.

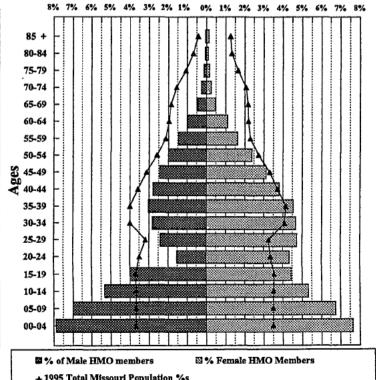
Average Age of Enrollees

Commercial Members = 28.0 Medicald Members = 12.6 Total Members = 25.0

Percentage of Female Enrollees

Commercial Members = 54.4% Medicaid Members = 59.6% Total Members = 55.4%

Males	Females	Totals
41	96	137
48	61	109
98	112	210
205	198	403
374	369	743
777	865	1,642
1,158	1,280	2,438
1,566	1,870	3,436
1,918	2,445	4,363
2,197	2,989	5,186
2,387	3,574	5,961
2,225	3,663	5,888
1,898	3,714	5,612
1,206	3,408	4,614
3,138	3,498	6,636
4,197	4,192	8,389
5,504	5,299	10,803
6,212	6,005	12,217
35,149	43,638	78,787



± 1995 Total Missouri Population %s

December 1996

TriSource HealthCare, Inc., d/b/a Blue-Advantage

TriSource HealthCare, Inc., d/b/a Blue-Advantage P.O. Box 419169 Kansas City, MO 64141-6169

800/892-6048 or 816/395-2222

State of Domicile: Missouri

Incorporated: November 25, 1991
Admitted to Missouri: February 26, 1992
Federally qualified: N/A
Accredited: NCQA

Model type: Mixed

An affiliated company of: Blue Cross and Blue Shield of Kansas City

1995 YEAR-END OFFICERS

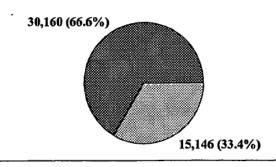
President: Larry Kent Chastain Secretary: Michael Trent Marcotte Chief Financial Officer: Charles Gary Deanhardt Other Officers: David Russell Gentile

1995 MISSOURI ENROLLMENT

Total Missouri member months:
311,687
Total Missouri members:
30,160

1995 TOTAL ENROLLMENT

Non-Missouri enrollment includes Kansas members



Missouri Members

Mon-Missouri Members

1995 YEAR-END DIRECTORS

Richard P. Krecker, Francis V. Creeden Jr., Richard W. Brown, Francis H. Devocelle, Larry K. Chastain, David R. Gentile, John W. Walker, Michael T. Marcotte, Michael E. Payne, Charles G. Deanhardt, Glenn E. Potter, John W. Knack Jr., Karon E. Harris

SERVICE AREA OPERATIONS DATA

Number of hospitals contracted with in Kansas and Missouri:

21

Approximate number of primary care physicians (PCPs) in KS/MO:

220

Total number of participating physicians in Kansas and Missouri:

530

MISSOURI COUNTIES IN SERVICE AREA

Andrew, Atchison, Bates, Benton, Buchanan, Caldwell, Carroll, Cass, Clay, Clinton, Daviess, Dekalb, Gentry, Grundy, Harrison, Henry, Holt, Jackson, Johnson, Lafayette, Livingston, Mercer, Nodaway, Pettis, Platte, Ray, Saline, St. Clair, Vernon, Worth

KANSAS COUNTIES IN SERVICE AREA

Atchison, Douglas, Franklin, Johnson, Leavenworth, Miami, Wyandotte



TRISOURCE HEALTHCARE, INC., d/b/a BLUE-ADVANTAGE

Notes to Financial Statements Management's Discussion & Analysis¹

1. Organization

TriSource HealthCare, Inc. (the Company) markets health maintenance organization (HMO) benefits under the product name of Blue-Advantage. The Company is owned by TriLink HealthCare, Inc. (a wholly owned subsidiary of Blue Cross and Blue Shield of Kansas City), Olathe Health Development Corporation, Health Midwest Ventures Group, Inc., Providence Medical Center and University of Kansas Medical Center and Blue Cross Blue Shield of Kansas. The Company provides health care benefits through Company employed physicians and through contracted physicians.

2. Results of Operations

TriSource began operations in 1992, and has experienced good growth in membership. Members at December 31, 1995 were 45,306 compared to 29,756 at December 31, 1994. As a result of this growth, operating results for 1995 show large increases in all categories. TriSource did experience slightly less favorable underwriting results in 1995. This was due to continued investments in physician practices in 1995 and to competitive pressures in the HMO market in Kansas City especially from large publicly-held HMO's with access to capital markets. Administrative Service Only (ASO) contracts are those for which the various employers retain all health care service risks, while the Company assumes administrative risk. The Company does not reflect payment of ASO claims in its Statement of Revenue and Expenses.

3. Related Parties

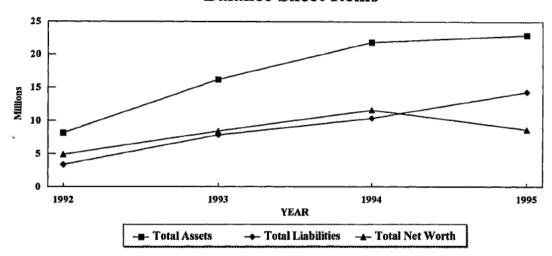
The Company has entered an agreement with Blue Cross and Blue Shield of Kansas City whereby the parties have agreed to share in the overall operating results of the health insurance risks related to coverage sold by Blue Cross and Blue Shield and the Company to certain employer groups. The Company has contracted with Blue Cross and Blue Shield of Kansas City for management and administrative services including purchasing, personnel, payroll and office space and maintenance. The Company has entered into an agreement with Good Health HMO, Inc. a wholly owned subsidiary of Blue Cross and Blue Shield of Kansas City, to administer and provide medical benefits to Good Health's members under a contract with the Health Care Finance Administration to provide benefits to Medicare qualified enrollees on a risk basis under section 1876(g) of the Social Security Act.

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¹Excerpts quoted from the Statement as of December 31, 1995 of the TriSource HealthCare, Inc., d/b/a Blue-Advantage (the Company), and the Company's 1995 Management's Discussion and Analysis supplemental filing.

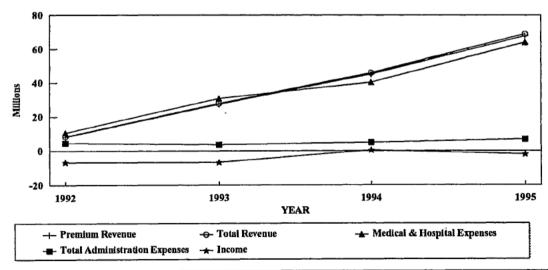
TriSource HealthCare, Inc., d/b/a Blue-Advantage

Balance Sheet Items



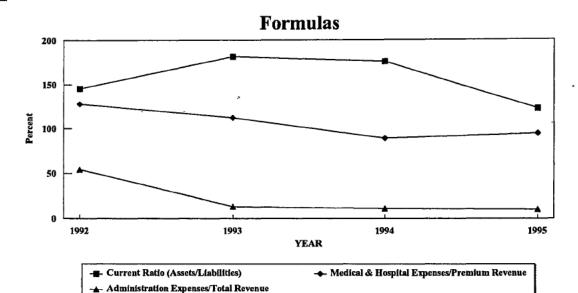
- Item	1992	1993	1994	1995
Total Assets	\$8,123,487	\$16,228,369	\$21,896,091	\$22,973,614
Total Liabilities	\$3,295,026	\$7,847,535	\$10,309,337	\$14,349,792
Total Net Worth	\$4,828,461	\$8,380,834	\$11,586,754	\$8,623,822

Income Statement Items



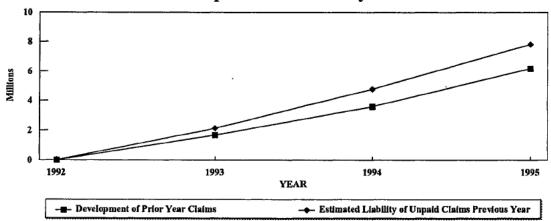
Item	1992	1993	1994	1995
Premium Revenue	\$8,249,998	\$27,577,685	\$45,282,798	\$67,851,679
Total Revenue	\$8,417,598	\$27,924,951	\$45,952,985	\$68,945,040
Medical & Hospital Expenses	\$10,515,840	\$30,850,978	\$40,372,052	\$64,050,400
Administration Expenses	\$4,578,240	\$3,703,994	\$5,029,202	\$6,899,531
Income	(\$6,676,482)	(\$6,630,021)	\$551,731	(\$2,004,891)

TriSource HealthCare, Inc., d/b/a Blue-Advantage



Item	1992	1993	1994	1995				
Current Ratio (Assets/Liabilities)	145.6%	181.4%	175.8%	122.2%				
Medical & Hospital Expenses/Premium Revenue	127.5%	111.9%	89.2%	94.4%				
Administration Expenses/Total Revenue	54.4%	13.3%	10.9%	10.0%				

Unpaid Claims Analysis



Item	1992	1993	1994	1995
Development of Prior Year Claims	N/A	\$1,673,221	\$3,602,460	\$6,203,726
Estimated Liability of Unpaid Claims Previous Year	N/A	\$2,137,266	\$4,789,460	\$7,828,065

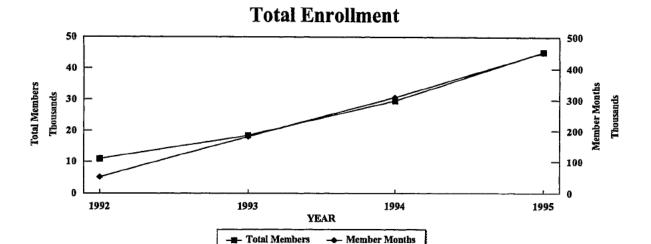
Development of Prior Year Claims is the sum of total claims paid during the year but incurred in the prior year, and claims unpaid as of 12/31 of the current year on claims incurred in prior years.

Estimated Liability of Unpaid Claims Previous Year is the estimated liability of all unpaid claims as 12/31 of the previous year.

The graph shows the trend in unpaid claims liability and the accuracy of the HMO in accounting for outstanding liabilities. A relatively large gap between the two trends or erratic trend behavior may require a more detailed analysis of claims management operations. Relatively large changes in both value should be examined on a per member per month basis.

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TriSource HealthCare, Inc., d/b/a Blue-Advantage



Item	1992	1993	1994	1995
Total Members	10,831	18,480	29,756	45,306
Total Member Months	50,096	180,497	309,049	450,919

1995 Enrollment Demographics

Note: Although the lines in the following chart depict the distribution of total Missouri population, the bars actually represent all members of TriSource HealthCare including those residing in Kansas and Missouri. Approximately 3% of the counts are Medicaid enrollees.

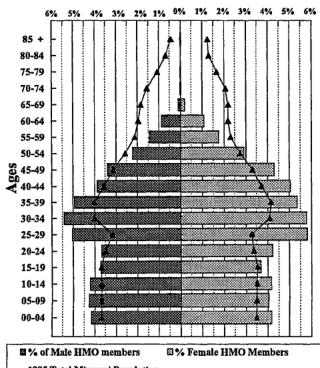
Average Age of Enrollees

Commercial Members = 29.3 Medicaid Members = 17.6 Total Members = 28.9

Males	Females	Totals
9	10	19
0	0	0
4	3	7
14	11	25
44	88	132
394	483	877
660	795	1,455
1,011	1,321	2,332
1,538	1,948	3,486
1,758	2,286	4,044
2,240	2,428	4,668
2,460	2,621	5,081
2,282	2,635	4,917
1,667	1,914	3,581
1,693	1,662	3,355
1,910	1,885	3,795
1,931	1,824	3,755
1,886	1,891	3,777
21,501	23,805	45,306

Percentage of Female Enrollees

Commercial Members = 52.3% Medicaid Members = 61.0 Total Members = 52.5%



Truman Medical Center, Inc.

Truman Medical Center, Inc. 2301 Holmes Street Kansas City, MO 64108 816/556-3000 State of Domicile: Missouri

1995 YEAR-END OFFICERS

President: John Wood Secretary: Fritz Riesmeyer Treasurer: Bennett Levy

Other Officers: Nancy Seelen, John Borden, Art Davis, Randall Ferguson

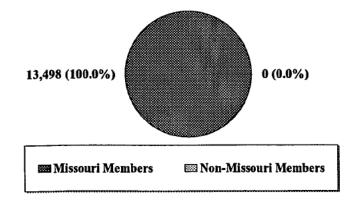
1995 MISSOURI ENROLLMENT

Total Missouri member months: 171,959

Total Missouri members:

13,498

1995 TOTAL ENROLLMENT



Incorporated: September 15, 1986 Admitted to Missouri: January 1, 1987 Federally qualified: N/A Accredited: N/A Model type: Staff

1995 YEAR-END DIRECTORS

Timothy Barchak, John Borden, Ben Boyd, William Bruning, Rose Bryant, Joanne Collins, Charles Curran, Art Davis, Edward Dullenty R.N., Randall Ferguson, Frances Foerschler, Denise Gilmore, Stephen Hamburger M.D., Peter Kragel M.D., George Leonard, Bennet Levy, Joyce Mekonen, Ed Mosby, David Oliver, Fritz Riesmeyer, Margo Soule', Craig Sutherland, Suzanne Weber, John Wood, Louis Wright, John Worst, Peter Yeloda

SERVICE AREA OPERATIONS DATA

Number of Missouri hospitals contracted with:

Number of Missouri participating physicians:

MISSOURI COUNTIES IN SERVICE AREA

Jackson



TRUMAN MEDICAL CENTER, INC.

Notes to Financial Statements Management's Discussion & Analysis¹

1. Organization

The Truman Medical Center, Inc. (TMC, Inc.) financial statements submitted in the Annual Statement reflect the total operations of both Hospitals, TMC West and TMC East. Their activity in the HMO operations is included in the financial information provided but not separately disclosed. The TMC corporation services provided to the HMO Medicaid recipients aggregate to approximately \$4,500,000 annually. The majority of the HMO services are provided by Children's Mercy Hospital, on a risk basis, through a contract with TMC, Inc. The management of TMC, Inc. has recently established a separate corporation to transfer the existing HMO operations to and in preparation for additional managed care Medicaid services and other HMO contracts. The separate corporation will provide improved financial information and simply the regulatory reporting requirements.

2. Results of Operations

The TMC HMO plan is liable for claims only to the extent of capitation payments received from the State. The State is ultimately responsible for providing an adequate health care delivery system. Since the HMO is totally Medicaid, loss reserves are not required. Any losses resulting from claims, exceeding State payments are absorbed on a pro rata basis by the primary providers of services, Truman Medical Center, Children's Mercy Hospital, and Hospital Hill Health Services. The HMO services (AFDC Capitation program) represents approximately 6% of total patient services provided by TMC, Inc.

3. Related Parties

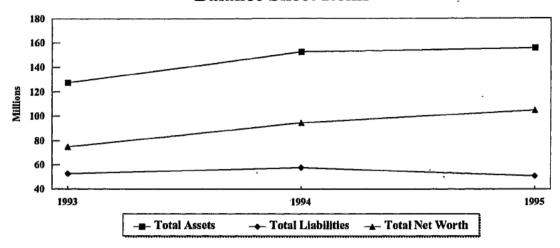
At the present time (December 31, 1995) the only known specific change in government programs that could have a significant impact on future operations is the expansion of Medicaid capitation. We (TMC, Inc.) are involved with and closely following the expanded Medicaid capitation project that will be implemented in the Kansas City and surrounding counties. The Department of Insurance is aware of a recent decision to partner with Children's Mercy Hospital in structuring a HMO for contracting with the State to provide Medicaid capitation services. The Corporation is also involved in developing additional partner relationships and/or alliances to be able to compete in the managed care/capitation environment.

¹Excerpts quoted from the Statement as of December 31, 1995 of the Truman Medical Center, Inc. (TMC, Inc.), and TMC, Inc.'s 1995 Management's Discussion and Analysis supplemental filing. Italicized text indicates unquoted text added for clarification.

Truman Medical Center, Inc.

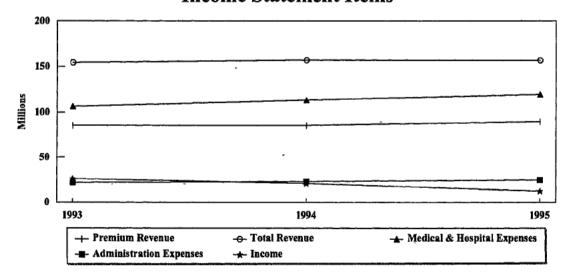
Note: The following data, especially administration and medical expenses compared to premium revenue and total revenue, appear unusual due to their annual statement presenting information for the entire Truman Medical Center corporate entity (Truman Medical Center East, Truman Medical Center West, and Truman Medical Center (HMO)).

Balance Sheet Items



Item	1993	1994	1995
Total Assets	\$127,475,314	\$152,310,173	\$155,593,254
Total Liabilities	\$52,515,477	\$57,697,355	\$50,791,453
Total Net Worth	\$74,959,837	\$94,612,818	\$104,801,801

Income Statement Items

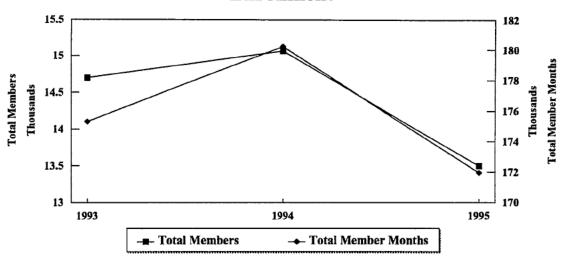


Item	1993	1994	1995
Premium Revenue	\$85,623,811	\$85,411,204	\$89,556,379
Total Revenue	\$154,291,155	\$157,201,868	\$157,019,860
Medical & Hospital Expenses	\$106,144,211	\$113,147,697	\$119,808,992
Administration Expenses	\$21,926,309	\$23,075,133	\$24,686,489
Income	\$26,220,635	\$20,979,038	\$12,524,379

Truman Medical Center, Inc.

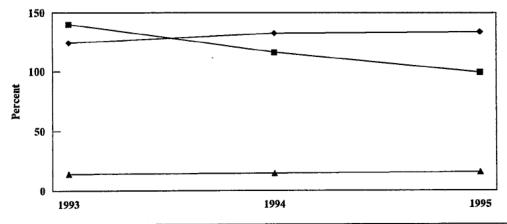
Note: The following data, especially administration and medical expenses compared to premium revenue and total revenue, appear unusual due to their annual statement presenting information for the entire Truman Medical Center corporate entity (Truman Medical Center East, Truman Medical Center West, and Truman Medical Center (HMO)).





Item	1993	1994	1995
Total Members	14,694	15,069	13,498
Total Member Months	175,287	180,218	171,959

Formulas



- Current Ratio (Assets/Liabilities)	→ Medical & Hospital Expenses/Premium Revenue
→ Administrative Expenses/Total Revenue	

Item	1993	1994	1995
Current Ratio (Assets/Liabilities)	140.0%	116.3%	99.4%
Total Medical & Hospital Expenses/Premium Revenue	124.0%	132.5%	133.8%
Administration Expenses/Total Revenue	14.2%	14.7%	15.7%

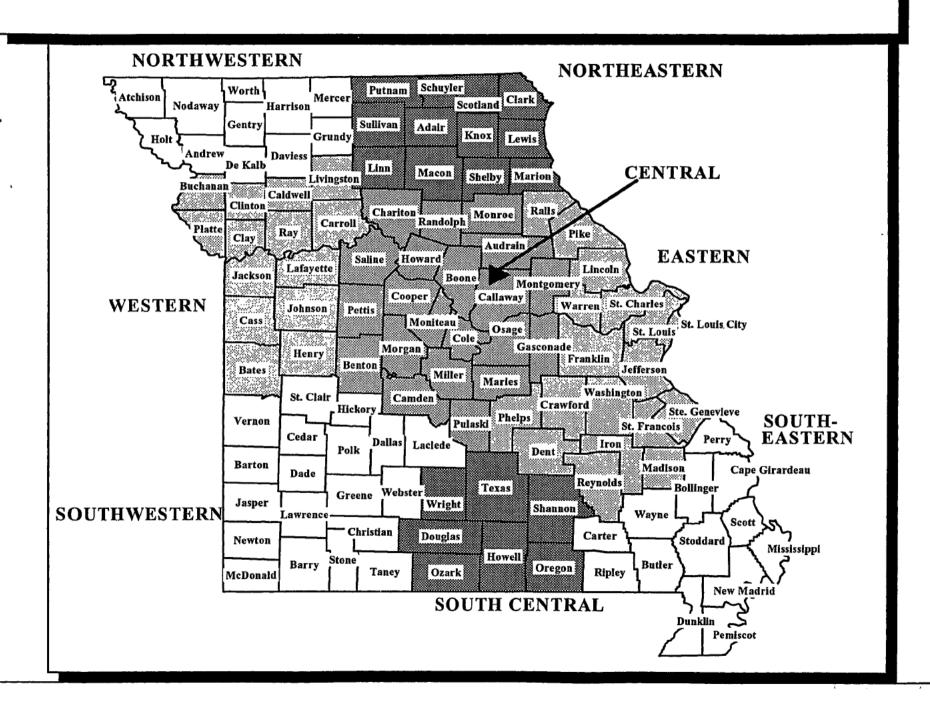
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MISSOURI HMO REPORT 1995

APPENDIX

ENROLLMENT BY REGIONS and METROPOLITAN STATISTICAL AREAS (MSAs)

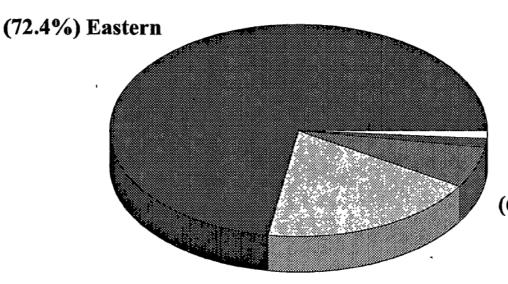
1995 HMO ENROLLMENT BY GEOGRAPHIC REGION



TOTAL 1995 MISSOURI ENROLLMENT BY REGION

HMO PLANS, POINT-OF-SERVICE (POS) PLANS, MEDICARE, and MEDICAID

* Total 1995 Missouri Enrollment = 1,103,449



(1.2 %) Remaining Region (1.3%) Southwestern (6.2%) Central

(18.8%) Western

*Note: The following enrollment data are derived from 1995 HMO annual supplement filings which were often completed at a later date than the 1995 Annual Statements. Therefore, slight differences may be observed. In addition, all of Prudential Health Care Plan's 80,000 Point-of-Service (POS) enrollees and approximately 26,000 of CIGNA Health Care of St. Louis's (POS) enrollees indicated as residing in Missouri, are not reported as Missouri members on 1995 Annual Statements. These POS enrollees represent individuals covered under group contracts issued in other states which allow covered individuals residing in Missouri to utilize the HMO's (or affiliated HMO's) local services. Conversely, approximately 20,000 of Principal Health Care of Kansas City's enrollees, covered under Missouri group contracts and reported as Missouri members on the Annual Statement, actually reside in Kansas, Therefore, the Missouri enrollment totals for these HMOs, other HMOs, and all HMOs combined, as shown above and on the following pages, are different from the totals based on 1995 Annual Statements, shown previously on pages 15 - 19.

Remaining Regions

(61.3%) Southeastern (10.3%) Northeastern

(8.3%) South Central

(20.2%) Northwestern

1995 HMO EASTERN REGION ENROLLMENT BY HMO BY ENROLLMENT CLASSIFICATION

Region / Counties Included

EASTERN REGION

Crawford

Dent

Franklin

Iron

Jefferson

Lincoln

Madison

Phelps

Pike

Ralls

Reynolds

St. Charles

St. Francois

St. Louis

St. Louis City

Ste. Genevieve

Warren

Washington

Health Maintenance Organization	HMO Plan Enrollees	Point of Service Plan Enrollees	Medicare Enrollees	Medicaid Enrollees	Total Members
GenCare Health Systems, Inc.	112,663	24,976	2,364	19,350	159,353
Physicians Health Plan of Greater St. Louis, Inc.	144,769	0	8,803	0	153,572
Prudential Health Care Plan, Inc., d/b/a PruCare	35,804	59,899	0	14,990	110,693
Group Health Plan, Inc.	52,574	10,978	10,146	0	73,698
Medical Center Health Plan, d/b/a Partners HMO	37,142	1,110	0	26,645	64,897
HMO Missouri, Inc., d/b/a BlueChoice	47,613	9,778	3,922	0	61,313
HealthCare USA of Missouri LLC	0	0	0	45,435	45,435
CIGNA HealthCare of St. Louis, Inc.	3,207	28,621	0	0	31,828
Principal Health Care of St. Louis, Inc.	28,013	0	0	0	28,013
Alliance for Community Health, Inc.	0	0	0	21,305	21,305
Humana Kansas City, Inc.	11,519	0	1	0	11,520
Humana Health Plan, Inc.	1	0	0	11,240	11,241
Principal Health Care of Kansas City, Inc.	4,953	5,049	0	0	10,002
Mercy Health Plans of Missouri, Inc.	64	0	0	8,616	8,680
HealthLink HMO, Inc.	6,831	799	0	0	7,630
TOTALS	485,153	141,210	25,236	147,581	799,180

1995 HMO WESTERN REGION ENROLLMENT BY HMO BY ENROLLMENT CLASSIFICATION

Region / Counties Included

WESTERN REGION

Bates Buchanan

Caldwell

Carroll

Cass

Clay

Clinton

Henry

Jackson

Johnson

Lafayette

Livingston

Platte

Ray

Health Maintenance Organization	HMO Plan Enrollees	Point of Service Plan Enrollees	Medicare Enrollees	Medicald Enrollees	Total Members
Humana Health Plan, Inc.	34,451	0	0	1	34,452
TriSource HealthCare, Inc.dba Blue-Advantage	29,770	0	0	0	29,770
Humana Kansas City, Inc.	19,894	0	7,637	674	28,205
Prudential Health Care Plan, Inc.	10,248	17,536	0	0	
Kaiser Foundation Health Plan of KC, Inc.	19,525	0	761	0	
Good Health HMO, Inc., dba Blue-Care, Inc.	15,549	0	1,253	0	16,802
Principal Health Care of Kansas City, Inc.	13,640	2,719	0	0	16,359
Truman Medical Center, Inc.	0	0	0	13,485	13,485
MetraHealth Care Plan of Kansas City, Inc.	5,946	0	0	0	5,946
CIGNA HealthCare of Kansas/Missouri, Inc.	3,786	272	, 0	0	4,058
HealthNet, Inc.	3,502	0	0	0	3,502
GenCare Health Systems, Inc.	2,877	380	0	1	3,258
Exclusive Healthcare, Inc.	1,905	93	0	0	1,998
Community Health Plan	1,976	0	0	0	1,976
HealthCare USA of Missouri LLC	0	0	0	13	13
TOTALS	163,069	21,000	9,651	14,174	207,894

1995 HMO CENTRAL REGION ENROLLMENT BY HMO BY ENROLLMENT CLASSIFICATION

Region / Counties Included

CENTRAL REGION

Audrain Benton

Boone

Callaway

Camden

Chariton

Cole

Cooper

Gasconade

Howard

Maries

Miller

Moniteau

Monroe

Montgomery

Morgan

Osage

Pettis

Pulaski Randolph

Saline

Health Maintenance Organization	HMO Plan Enrollees	Point of Service Plan Enrollees	Medicare Enrollees	Medicaid Enrollees	Total Members
GenCare Health Systems, Inc.	28,507	2,013	0	6	30,526
Physicians Health Plan of Greater St. Louis, Inc.	19,054	0	2	0	19,056
Humana Kansas City, Inc.	4,908	0	1	0	4,909
HMO Missouri, Inc., d/b/a BlueChoice	2,218	2,292	0	0	4,510
Principal Health Care of Kansas City, Inc.	2,686	964	0	0	3,650
Medical Center Health Plan, d/b/a Partners HMO	3,323	5	0	0	3,328
Prudential Health Care Plan, Inc., d/b/a PruCare	36	676	0	4	716
HealthLink HMO, Inc.	655	2	0	0	657
CIGNA HealthCare of St. Louis, Inc.	5	625	0	0	630
Group Health Plan, Inc.	129	61	337	0	527
Principal Health Care of St. Louis, Inc.	67	0	0	0	67
Kaiser Foundation Health Plan of Kansas City, Inc.	36	0	11	0	47
TriSource HealthCare, Inc.d/b/a Blue-Advantage	44	0	0	0	44
Humana Health Plan, Inc.	36	0	0	3	39
Good Health HMO, Inc., d/b/a Blue-Care, Inc.	30	0	0	0	30
CIGNA HealthCare of Kansas/Missouri, Inc.	20	1	0	0	21
MetraHealth Care Plan of Kansas City, Inc.	21	0	0	0	21
Mercy Health Plans of Missouri, Inc.	11	0	0	4	15
HealthCare USA of Missouri LLC	0	0	0	14	14
TOTALS	61,786	6,639	351	31	68,807

1995 HMO SOUTHWESTERN REGION ENROLLMENT

BY HMO BY ENROLLMENT CLASSIFICATION

Region/Counties Included

SOUTHWESTERN REGION

Barry

Barton

Cedar

Christian

Dade

Dallas

Greene

Hickory

Jasper

Laclede

Lawrence

McDonald

Newton

Polk

St. Clair

Stone

Taney

Vernon

Webster

Health Maintenance Organization	HMO Plan Enrollees	Point of Service Plan Enrollees	Medicare Enrollees	Medicaid Enrollees	Total Members
Humana Kansas City, Inc.	4,825	0	1	0	4,826
Mercy Health Plans of Missouri, Inc.	2,621	0	0	1	2,622
HMO Missouri, Inc., d/b/a BlueChoice	2,394	227	0	0	2,621
Citizens Advantage	1,882	0	0	0	1,882
Prudential Health Care Plan, Inc., d/b/a PruCare	11	1,717	0	0	1,728
GenCare Health Systems, Inc.	567	58	0	1	626
Physicians Health Plan of Greater St. Louis, Inc.	90	0	0	0	90
Humana Health Plan, Inc.	48	0	0	2	· 50
Kaiser Foundation Health Plan of Kansas City, Inc.	22	0	16	0	÷38
TriSource HealthCare, Inc.d/b/a Blue-Advantage	34	0	0	0	34
Group Health Plan, Inc.	6	3	9	0	18
Principal Health Care of Kansas City, Inc.	5	11	0	0	16
Good Health HMO, Inc., d/b/a Blue-Care, Inc.	16	0	0	0	16
CIGNA HealthCare of St. Louis, Inc.	0	11	0	0	11
Principal Health Care of St. Louis, Inc.	6	0	0	0	6
MetraHealth Care Plan of Kansas City, Inc.	6	0	0	0	6
TOTALS	12,533	2,027	26	4	14,590

1995 HMO SOUTHEASTERN REGION ENROLLMENT BY HMO BY ENROLLMENT CLASSIFICATION

Region / Counties Included

Health Maintenance Organization	HMO Plan Enrollees	Point of Service Plan Enrollees	Medicare Enrollees	Medicaid Enrollees	Total Members

SOUTHEASTERN REGION

Bollinger

Butler

Cape Girardeau

Carter

Dunklin

Mississippi

New Madrid

Pemiscot

Perry

Ripley

Scott

Stoddard

Wayne

54 1 68 66 7 1	4,357 0 727 159 28 33 30	0 0 0 0 47 0	0 0 12 2 0 0	4,421 1,841 1,197 207 152 34
1 18 16	0 727 159 28 33	0 0 0 47 0	0 12 2 0	1,841 1,197 207 152 34
6	727 159 28 33	0 0 47 0	12 2 0 0	1,197 207 152 34
6	159 28 33	0 47 0	0 0	207 152 34
	28	47	0	152 34
77 1 1	33	0	0	34
1				
1	30	Ω	^	44
		U	0	31
9	0	0	0	19
0	0	0	17	17
0	0	0	15	15
1	0	0	0	11
0	0	0	7	7
3	0	0	0	3
1	5,334	47	53	7,955
1	0 0 11 0 3	0 0 11 0 0 0 3 0	0 0 0 11 0 0 0 0 0 3 0 0	0 0 0 15 11 0 0 0 0 0 0 7 3 0 0 0

1995 HMO NORTHWESTERN REGION ENROLLMENT BY HMO BY ENROLLMENT CLASSIFICATION

Region / Counties Included

NORTHWESTERN REGION

Atchison Andrew

Daviess

DeKalb

Gentry

Grundy

Harrison

Holt

Mercer

Nodaway

Worth

Health Maintenance Organization	HMO Plan Enrollees	Point of Service Plan Enrollees	Medicare Enrollees	Medicaid Enrollees	Total Members
Community Health Plan	2,036	0	0	0	2,036
TriSource HealthCare, Inc.d/b/a Blue-Advantage	293	0	0	0	293
Prudential Health Care Plan, Inc., d/b/a PruCare	5	88	0	0	9,3
Humana Health Plan, Inc.	32	0	0	0	32
Humana Kansas City, Inc.	31	0	0	0	. 31
Principal Health Care of Kansas City, Inc.	27	3	0	0	30
GenCare Health Systems, Inc.	, 24	4	0	2.	30
MetraHealth Care Plan of Kansas City, Inc.	25	0	. 0	0	25
Good Health HMO, Inc., d/b/a Blue-Care, Inc.	20	0	0	0	20
Kaiser Foundation Health Plan of Kansas City, Inc.	11	0	2	0	13
CIGNA HealthCare of Kansas/Missouri, Inc.	8	0	0	0	8
Physicians Health Plan of Greater St. Louis, Inc.	8	0	0	0	8
TOTALS	2,520	95	2	2	2,619

1995 HMO NORTHEASTERN REGION ENROLLMENT BY HMO BY ENROLLMENT CLASSIFICATION

Region / Counties Included

NORTHEASTERN REGION

Adair

Clark

Knox

Lewis

Linn

Macon

Marion

Putnam

Schuyler

Scotland

Shelby

Sullivan

Health Maintenance Organization	HMO Plan Enrollees	Point of Service Plan Enrollees	Medicare Enrollees	Medicaid Enrollees	Total Members
GenCare Health Systems, Inc.	314	636	0	1	951
Physicians Health Plan of Greater St. Louis, Inc.	222	0	0	0	222
Prudential Health Care Plan, Inc., d/b/a PruCare	1	42	0	0	43
Group Health Plan, Inc.	10	4	7	0	21
HMO Missouri, Inc., d/b/a BlueChoice	9	10	0	0	19
Principal Health Care of Kansas City, Inc.	6	7	0	0	13
HealthLink HMO, Inc.	10	0	0	0	10
Humana Kansas City, Inc.	10	0	0	0	10
Principal Health Care of St. Louis, Inc.	7	0	0	0	7
Exclusive Healthcare, Inc.	7	0	0	0	7
TriSource HealthCare, Inc.d/b/a Blue-Advantage	7	0	0	0	7
HealthCare USA of Missouri LLC	0	0	0	6	6
Humana Health Plan, Inc.	5	0	0	0	5
TOTALS	616	699	8	8	1,331

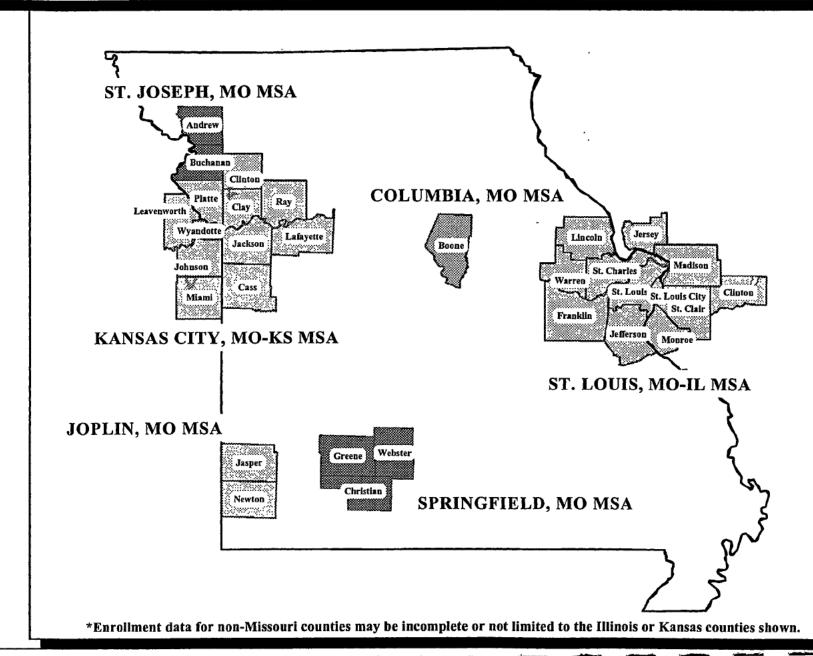
1995 HMO SOUTH CENTRAL REGION ENROLLMENT BY HMO BY ENROLLMENT CLASSIFICATION

Region / Counties Included

SOUTH CENTRAL Douglas Howell Oregon Ozark Shannon Texas Wright

Health Maintenance Organization	HMO Plan Enrollees	Point of Service Plan Enrollees	Medicare Enrollees	Medicaid Enrollees	Total Members
Physicians Health Plan of Greater St. Louis, Inc.	442	0	0	0	442
Humana Kansas City, Inc.	370	0	0	0	370
Mercy Health Plans of Missouri, Inc.	112	0	0	0	112
GenCare Health Systems, Inc.	36	28	0	1	65
Prudential Health Care Plan, Inc., d/b/a PruCare	2	44	0	0	46
HMO Missouri, Inc., d/b/a BlueChoice	14	2	0	0	16
Group Health Plan, Inc.	1	5	9	0	15
Good Health HMO, Inc., d/b/a Blue-Care, Inc.	4	0	0	0	4
Humana Health Plan, Inc.	3	0	0	0	3
TOTALS	984	79	9	1	1,073

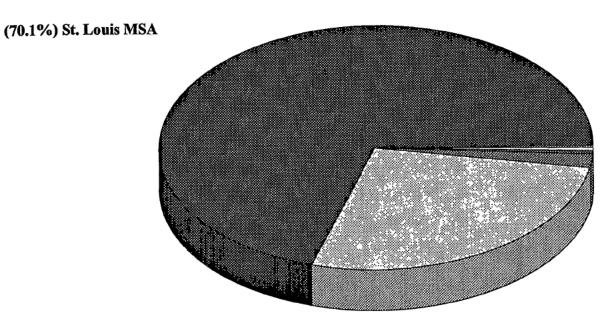
1995 HMO ENROLLMENT BY METROPOLITAN STATISTICAL AREA (MSA)*



TOTAL 1995 HMO ENROLLMENT BY MSA

HMO PLANS, POINT-OF-SERVICE (POS) PLANS, MEDICARE, and MEDICAID

Total 1995 MSA Enrollment = 1,200,690 *

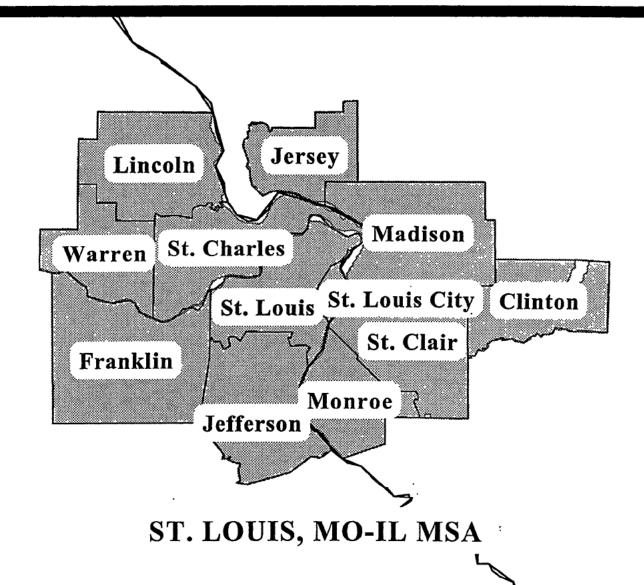


(0.3%) Joplin MSA (0.4%) St. Joseph MSA (0.5%) Springfield MSA (1.8%) Columbia MSA

(26.9%) Kansas City MSA

^{*} Enrollment data for the St. Louis MSA and Kansas City MSA include the Illinois and Kansas enrollment of Missouri-licensed HMOs. HMOs active in the Illinois and Kansas portions of the MSAs but unlicensed in Missouri are not included.

1995 HMO ENROLLMENT BY METROPOLITAN STATISTICAL AREA (MSA)*



*Europages data for non-Missouri counties may be incomplete or not limited to the Illinois counties shown.

1995 HMO ST. LOUIS MSA ENROLLMENT BY HMO BY ENROLLMENT CLASSIFICATION

MSA/Counties Included**

ST. LOUIS
Franklin, MO
Jefferson, MO
Lincoln, MO
St. Charles, MO
St. Louis, MO
St. Louis City, MO
Warren, MO
Clinton, IL
Jersey, IL
Madison, IL
Monroe, IL
St. Clair, IL

Health Maintenance Organization	HMO Plan Enrollees	Point of Service Plan Enrollees	Medicare Enrollees	Medicaid Enrollees	Total Members	MSA Market Share*
GenCare Health Systems, Inc.	122,863	19,220	2,362	19,325	163,770	19.4%
Physicians Health Plan of Greater St. Louis, Inc.	138,641	0	8,797	0	147,438	17.5%
Prudential Health Care Plan, Inc., d/b/a PruCare	43,673	59,288	0	14,985	117,946	14.0%
Group Health Plan, Inc.	90,660	10,713	11,994	0	113,367	13.5%
Medical Center Health Plan, d/b/a Partners HMO	35,902	1,052	0	26,645	63,599	7.5%
HMO Missouri, Inc., d/b/a BlueChoice	46,270	9,508	3,922	0	59,700	7.1%
HealthCare USA of Missouri LLC	0	0	0	45,389	45,389	5.4%
CIGNA HealthCare of St. Louis, Inc.	6,017	28,428	0	0	34,445	4.1%
Principal Health Care of St. Louis, Inc.	28,478	0	0	0	28,478	3.4%
Alliance for Community Health, Inc.	0	0	0	21,293	21,293	2.5%
Humana Kansas City, Inc.	11,502	0	1	0	11,503	1.4%
Humana Health Plan, Inc.	1	0	0	11,230	11,231	1.3%
Mercy Health Plans of Missouri, Inc.	58	0	0	8,603	8,661	1.0%
Principal Health Care of Kansas City, Inc.	3,837	4,400	0	0	8,237	1.0%
HealthLink HMO, Inc.	6,636	789	0	0	7,425	0.9%
TOTALS	534,538	133,398	27,076	147,470	842,482	

Note: POS plan enrollment is not separable from HMO plan enrollment for Illinois enrollees.

GenCare Health Systems, Inc. - Bond, Calhoun, Greene, Macoupin, Montgomery, Randolph, & Williamson

Group Health Plan - Bond, Calhoun, Christian, Coles, Franklin, Jackson, Jefferson, Macoupin, Marion, Menard, Montgomery, Morgan, Perry, Randolph, Saline, Sangamon & Williamson Medical Center Health Plan - Macoupin & Randolph

Principal Health Care of St. Louis, Inc. - Macoupin

^{*}MSA Market Share is the HMO's percentage of total St. Louis MSA enrollment.

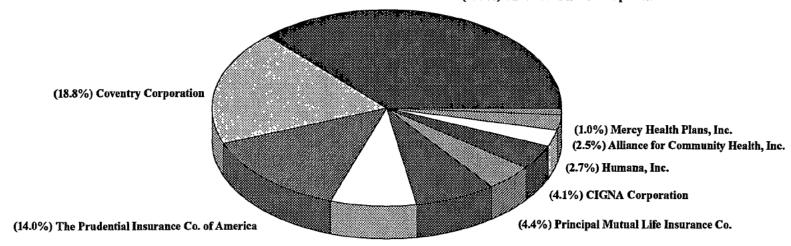
^{**}For the HMOs below, the following additional central and southern Illinois counties were included:

December 1996

1995 HMO ST. LOUIS MSA ENROLLMENT BY HOLDING COMPANY GROUP

1995 St. Louis MSA Enrollment = 842,482

(36.9%) United HealthCare Corporation



(8.0%) RightCHOICE / Blue Cross and Blue Shield of Missouri

(7.5%) Barnes, Jewish, & St.Louis Children's Hospitals, and Washington U.

Ultimate Parent: HMO Affiliate(s) as of 08/96

United Health Care Corporation: GenCare Health Systems, Inc.; Physicians Health Plan of Greater St. Louis, Inc.; Metra Health Care Plan of Kansas City, Inc.

Coventry Corporation: Group Health Plan, Inc.; Healthcare USA of Missouri LLC

The Prudential Insurance Co. of America: Prudential Health Care Plan, Inc., db/a PruCare

RightCHOICE/Blue Cross and Blue Shield of Missouri: HMOMissouri, Inc., d'b/a BlueChoice; HealthLink HMO, Inc.

Barnes, Jewish, & St. Louis Children's Hospitals, and Washington U.: Medical Center Health Plan d'b/a Partners HMO

CIGNA Corporation: CIGNA Healthcare of St. Louis, Inc.; CIGNA Healthcare of KS/MO, Inc.

Principal Mutual Life Insurance Co.: Principal Health Care of Kansas City, Inc.; Principal Health Care of St. Louis, Inc.

Alliance for Community Health, Inc.: Alliance for Community Health, Inc.

Humana Inc.: Humana Kansas City, Inc.; Human Health Plan, Inc. Mercy Health Plans, Inc.: Mercy Health Plans of Missouri, Inc.

1995 HMO ST. LOUIS MSA ENROLLMENT BY HOLDING COMPANY GROUP BY ENROLLMENT CLASSIFICATION

MSA/Counties Included**

ST. LOUIS
Franklin, MO
Jefferson, MO
Lincoln, MO
St. Charles, MO
St. Louis, MO
St. Louis City, MO
Warren, MO
Clinton, IL
Jersey, IL
Madison, IL
Monroe, IL
St. Chair, IL

Health Maintenance Organization	HMO Plan Enrollees	Point of Service Plan Enrollees	Medicare Enrollees	Medicaid Enrollees	Total Members	MSA Market Share*
,					-	
United HealthCare Corporation	261,504	19,220	11,159	19,325	311,208	36.9%
Coventry Corporation	90,660	10,713	11,994	45,389	158,756	18.8%
The Prudential Insurance Co. of America	43,673	59,288	0	14,985	117,946	14.0%
RightCHOICE/Blue Cross and Blue Shield of MO	52,906	10,297	3,922	0	67,125	8.0%
Barnes, Jewish, & St.Louis Children's Hospitals, and Washington University	35,902	1,052	. 0	26,645	63,599	7.5%
Principal Mutual Life Insurance Co.	32,315	4,400	0	0	36,715	4.4%
CIGNA Corporation	6,017	28,428	0	0	34,445	4.1%
Humana, Inc.	11,503	0	. 1	11,230	22,734	2.7%
Alliance for Community Health, Inc.	0	0	0	21,293	21,293	2.5%
Mercy Health Plans, Inc.	58	. 0	0	8,603	8,661	1.0%
TOTALS	534,538	133,398	27,076	147,470	842,482	

Note: POS plan enrollment is not separable from HMO plan enrollment for Illinois enrollees.

GenCare Health Systems, Inc. (United HealthCare Corp.) - Bond, Calhoun, Greene, Macoupin, Montgomery, Randolph, & Williamson

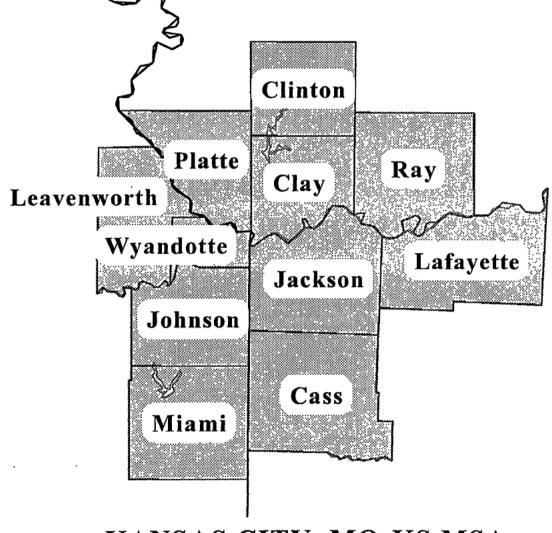
Group Health Plan (Coventry Corp.) - Bond, Calhoun, Christian, Coles, Franklin, Jackson, Jefferson, Macoupin, Marion, Menard, Montgomery, Morgan, Perry,
Randolph, Saline, Sangamon & Williamson

Medical Center Health Plan (Barnes, Jewish, & St.Louis Children's Hopitals, and Washington U.) - Macoupin & Randolph Principal Health Care of St. Louis, Inc. (Principal Mutual Life Insurance Co.) - Macoupin

^{*}MSA Market Share is the HMO's percentage of total St. Louis MSA enrollment.

^{**}For the HMOs (Holding Companies) below, the following additional central and southern Illinois counties were included:

1995 HMO ENROLLMENT BY METROPOLITAN STATISTICAL AREA (MSA)*



KANSAS CITY, MO-KS MSA

*Enrollment data for non-Missouri counties may be incomplete or not limited to only the Kansas counties shown.

1995 HMO KANSAS CITY MSA ENROLLMENT

BY HMO BY ENROLLMENT CLASSIFICATION

MSA/Counties Included**

KANSAS CITY

Cass, MO
Clay, MO
Clinton, MO
Jackson, MO
Lafayette, MO
Platte, MO
Ray, MO
Johnson, KS
Leavenworth, KS
Miami, KS

Wyandotte, KS

Health Maintenance Organization	HMO Plan Enrollees	Point of Service Plan Enrollees	Medicare Enrollees	Medicald Enrollees	Total Members	MSA Market Share*
Kaiser Foundation Health Plan of Kansas City, Inc.	45,776	0	1,276	0	47,052	14.6%
TriSource HealthCare, Inc.d/b/a Blue-Advantage	42,797	0	1,499	1,499	45,795	14.0%
Humana Kansas City, Inc.	32,217	0	11,803	1,447	45,467	14.1%
Principal Health Care of Kansas City, Inc.	42,427	2,701	0	0	45,128	14.0%
Humana Health Plan, Inc.	35,008	0	0	1	35,009	10.8%
Prudential Health Care Plan, Inc., d/b/a PruCare	15,824	17,150	0	0	32,974	10.2%
Good Health HMO, Inc., d/b/a Blue-Care, Inc.	22,895	0	1,765	0	24,660	7.6%
Truman Medical Center, Inc.	0	0	0	13,482	13,482	4.2%
MetraHealth Care Plan of Kansas City, Inc.	9,266	0	0	0	9,266	2.9%
HealthNet, Inc.	6,827	0	0	955	7,782	2.4%
CIGNA HealthCare of Kansas/Missouri, Inc.	7,220	269	0	0	7,489	· 2.3%
Exclusive Healthcare, Inc.	5,520	89	0	0	5,609	1.7%
GenCare Health Systems, Inc.	2,822	360	0	1	3,183	1.0%
Community Health Plan	119	0	0	0	119	0.0%
Physicians Health Plan of Greater St. Louis, Inc.	27	0	0	0	27	0.0%
HMO Missouri, Inc., d/b/a BlueChoice	8	13	0	0	21	0.0%
Principal Health Care of St. Louis, Inc.	18	0	0	0	18	0.0%
CIGNA HealthCare of St. Louis, Inc.	1	13	0	0	14	0.0%
HealthCare USA of Missouri LLC	0	0	0	10	10	0.0%
TOTALS	268,772	20,595	16,343	17,395	323,105	

Note: POS plan enrollment is not separable from HMO plan enrollment for Kansas enrollees.

CIGNA Healthcare of Kansas/Missouri, Inc. - Butler, Cowley, Douglas, Franklin, Harper, Harvey, Kingman, Marion, McPherson, Reno, Sedgwick & Sumner Humana Kansas City, Inc. - Atchison, Jefferson, Linn

Principal Health Care of Kansas City, Inc. - Butler, Cowley, Douglas, Franklin, Harvey, Marion, Sedgwick, Shawnee & Sumner TriSource HealthCare, Inc., d/b/a Blue-Advantage - Atchison, Douglas, Franklin

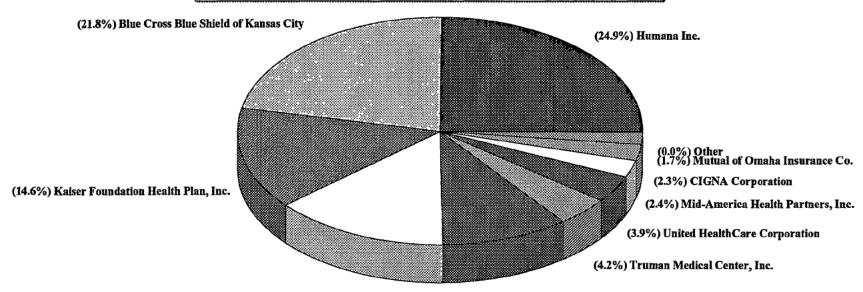
^{*}MSA Market Share is the HMO's percentage of total Kansas City MSA enrollment.

^{**}For the HMOs below, the following additional Kansas counties were included:

December 1996

1995 HMO KANSAS CITY MSA ENROLLMENT BY HOLDING COMPANY GROUP

1995 Kansas City MSA Enrollment = 323,105



(14.0%) Principal Mutual Life Insurance Co.

(10.2%) The Prudential Insurance Co. of America

Ultimate Parent: HMO Affiliate(s) as of 08/96

Humana Inc.: Humana Kansas City, Inc.; Human Health Plan, Inc.

Blue Cross and Blue Shield of Kansas City: TriSource HealthCare, Inc., d/b/a Blue-Advantage; Good Health HMO, Inc., d/b/a Blue-Care; BMA Selectcare, Inc.

Kaiser Foundation Health Plan, Inc.: Kaiser Foundation Health Plan of Karsas City, Inc.

Pulse pel Mutual Life Insurance Co.: Principal Health Care of Kansas City, Inc.; Principal Health Care of St. Louis, Inc.

The Predential Insurance Co. of America: Predential Health Care Plan, Inc.

Truman Medical Center, Inc.: Truman Medical Center, Inc.

United Health Care Corporation: GenCare Health Systems, Inc.; Physicians Health Plan of Greater St. Louis, Inc.; Metra Health Care Plan of Kansas City, Inc.

Mid-America Health Partners, Inc.: HealthNet, Inc.

CIGNA Corporation: CIGNA Healthcare of St. Louis, Inc.; CIGNA Healthcare of KS/MO, Inc.

Mutual of Omaha Insurance Co.: Exclusive Healthcare, Inc.

Heartland Health System: Community Health Plan

Right CHOICE / Blue Cross and Blue Shield of Missouri: HMO Missouri, Inc., d'b/a Blue Choice; Health Link HMO, Inc.

Coventry Corporation: Group Health Plan, Inc.; Healthcare USA of Missouri LLC

1995 HMO KANSAS CITY MSA ENROLLMENT BY HOLDING COMPANY GROUP BY ENROLLMENT CLASSIFICATION

MSA/Counties Included**

KANSAS CITY Cass, MO Clay, MO Clinton, MO Jackson, MO Lafayette, MO Platte, MO Ray, MO Johnson, KS Leavenworth, KS Miami, KS Wyandotte, KS

Health Maintenance Organization	HMO Plan Enrollees	Point of Service Plan Enrollees	Medicare Enrollees	Medicaid Enrollees	Total Members	MSA Market Share*
Humana Inc.	67,225	0	11,803	1,448	80,476	24.9%
Blue Cross Blue Shield of Kansas City	65,692	0	3,264	1,499	70,455	21.8%
Kaiser Foundation Health Plan, Inc.	45,776	0	1,276	0	47,052	14.6%
Principal Mutual Life Insurance Co.	42,445	2,701	0	0	45,146	14.0%
The Prudential Insurance Co. of America	15,824	17,150	0	0	32,974	10.2%
Truman Medical Center, Inc.	0	0	0	13,482	13,482	4.2%
United HealthCare Corporation	12,115	360	0	1	12,476	3.9%
Mid-America Health Partners, Inc.	6,827	0.	0	955	7,782	2.4%
CIGNA Corporation	7,221	282	0	0	7,503	· 2.3%
Mutual of Omaha Insurance Co.	5,520	89	0	0	5,609	1.7%
Heartland Health Systems	119	0	0	0	119	0.0%
Blue Cross Blue Shield of Missouri	8	13	0	0	21	0.0%
Coventry Corporation	0	0	0	10	10	0.0%
TOTALS	268,772	20,595	16,343	17,395	323,105	

Note: POS plan enrollment is not separable from HMO plan enrollment for Kansas enrollees.

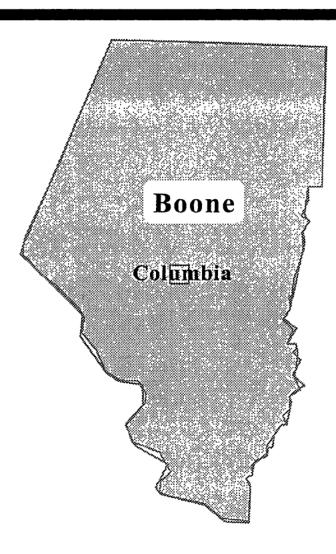
CIGNA Healthcare of Kansas/Missouri, Inc. (CIGNA Corp.) - Butler, Cowley, Douglas, Franklin, Harper, Harvey, Kingman, Marion, McPherson, Reno, Sedgwick & Sumner Humana Kansas City, Inc. (Humana, Inc.) - Atchison, Jefferson, Linn

Principal Health Care of Kansas City, Inc.(Principal Mutual Life Insurance Co.) - Butler, Cowley, Douglas, Franklin, Harvey, Marion, Sedgwick, Shawnee & Sumner TriSource HealthCare, Inc., dba Blue-Advantage (Blue Cross Blue Shield of Kansas City) - Atchison, Douglas, Franklin

^{*}MSA Market Share is the HMO's percentage of total Kansas City MSA enrollment.

^{**}For the HMOs (Holding Companies) below, the following additional Kansas counties were included:

1995 HMO ENROLLMENT BY METROPOLITAN STATISTICAL AREA (MSA)



COLUMBIA, MO MSA

1995 HMO COLUMBIA MSA ENROLLMENT BY HMO BY ENROLLMENT CLASSIFICATION

MSA/Counties Included

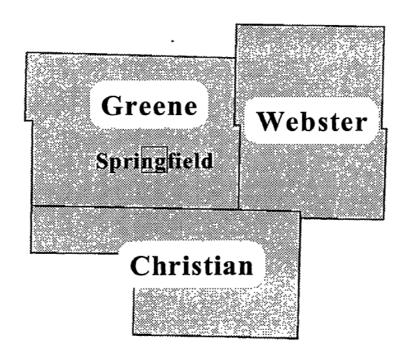
COLUMBIA MSA

Boone

Health Maintenance Organization	HMO Plan Enrollees	Point of Service Plan Enrollees	Medicare Enrollees	Medicaid Enrollees	Total Members	MSA Market Share*
GenCare Health Systems, Inc.	13,612	209	0	2	13,823	65.4%
HMO Missouri, Inc., d/b/a BlueChoice	1,137	777	0	0	1,914	9.1%
Medical Center Health Plan, d/b/a Partners HMO	1,806	1	0	0	1,807	8.6%
Physicians Health Plan of Greater St. Louis, Inc.	1,724	0	0	0	1,724	8.2%
Principal Health Care of Kansas City, Inc.	788	470	0	0	1,258	6.0%
Humana Kansas City, Inc.	471	0	0	0	471	2.2%
Prudential Health Care Plan, Inc., d/b/a PruCare	0	61	0	0	61	0.3%
HealthLink HMO, Inc.	28	0	. 0	0	28	0.1%
Group Health Plan, Inc.	8	0	11	0	19	0,1%
CIGNA HealthCare of St. Louis, Inc.	1	10	0	0	11	0.1%
HealthCare USA of Missouri LLC	0	0	0	9	9	0.0%
TriSource HealthCare, Inc.d/b/a Blue-Advantage	4	0	0	0	4	0.0%
Mercy Health Plans of Missouri, Inc.	1	0	0	3	4	0.0%
TOTALS	19,580	1,528	11	14	21,133	

^{*}MSA Market Share is the HMO's percentage of total Columbia MSA enrollment.

1995 HMO ENROLLMENT BY METROPOLITAN STATISTICAL AREA (MSA)



SPRINGFIELD, MO MSA

MISSOURI

ARKANSAS

1995 HMO SPRINGFIELD MSA ENROLLMENT BY HMO BY ENROLLMENT CLASSIFICATION

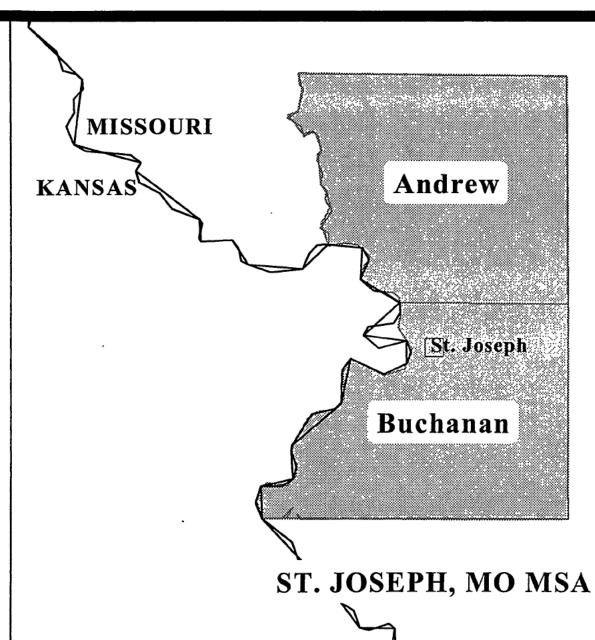
MSA/Counties Included

SPRINGFIELD
Christian
Greene
Webster

Health Maintenance Organization	HMO Plan Enrollees	Point of Service Plan Enrollees	Medicare Enrollees	Medicaid Enrollees	Total Members	MSA Market Share*
		1				
Humana Kansas City, Inc.	2,762	0	0	0	2,762	44.0%
Mercy Health Plans of Missouri, Inc.	1,810	0	0	1	1,811	28.8%
Prudential Health Care Plan, Inc., d/b/a PruCare	0	1,561	0	0	1,561	24.9%
GenCare Health Systems, Inc.	27	9	0	0	36	0.6%
Humana Health Plan, Inc.	33	0	. 0	0	33	0.5%
HMO Missouri, Inc., d/b/a BlueChoice	22	1	0	0	23	0.4%
Citizens Advantage	22	0	0	0	22	0.4%
Physicians Health Plan of Greater St. Louis, Inc.	20	0	0	0	20	0.3%
Group Health Plan, Inc.	2	1	4	0	7	0.1%
CIGNA HealthCare of St. Louis, Inc.	0	5	. 0	0	5	0.1%
TOTALS	4,698	1,577	4	1	6,280	

^{*}MSA Market Share is the HMO's percentage of total Springfield MSA enrollment.

1995 HMO ENROLLMENT BY METROPOLITAN STATISTICAL AREA (MSA)



1995 HMO ST. JOSEPH MSA ENROLLMENT BY HMO BY ENROLLMENT CLASSIFICATION

MSA/Counties Included

ST. JOSEPH Andrew Buchanan

Health Maintenance Organization	HMO Plan Enrollees	Service Plan Enrollees	Medicare Enrollees	Medicaid Enrollees	Total Members	Market Share*
Community Health Plan	3,589	0	0	0	3,589	77.3%
TriSource HealthCare, Inc.d/b/a Blue-Advantage	570	0	0	0	570	12.3%
Prudential Health Care Plan, Inc., d/b/a PruCare	24	136	0	0	160	3.4%
Humana Kansas City, Inc.	59	. 0	0	0	59	1.3%
GenCare Health Systems, Inc.	44	4	0	0	48	1.0%
MetraHealth Care Plan of Kansas City, Inc.	45	0	0	0	45	1.0%
Humana Health Plan, Inc.	45	0	0	0	45	1.0%
Principal Health Care of Kansas City, Inc.	38	4	0	0	42	0.9%
Good Health HMO, Inc., d/b/a Blue-Care, Inc.	27	0	0	0	27	0.6%
Kaiser Foundation Health Plan of Kansas City, Inc.	19	0	2	0	21	0.5%
CIGNA HealthCare of Kansas/Missouri, Inc.	18	0	0	0	18	0.4%
HealthNet, Inc.	11	0	0	0	11	0.2%
Physicians Health Plan of Greater St. Louis, Inc.	7	0	0	0	7	0.2%
Mercy Health Plans of Missouri, Inc.	0	0	0	2	2	0.0%
HMO Missouri, Inc., d/b/a BlueChoice	0	1	0	0	1	0.0%
TOTALS	4,496	145	2	2	4,645	

^{*}MSA Market Share is the HMO's percentage of total St. Joseph MSA enrollment.

1995 HMO ENROLLMENT BY METROPOLITAN STATISTICAL AREA (MSA)

Jasper

Joplin

KANSAS

OKLAHOMA

Newton

JOPLIN, MO MSA

1995 HMO JOPLIN MSA ENROLLMENT BY HMO BY ENROLLMENT CLASSIFICATION

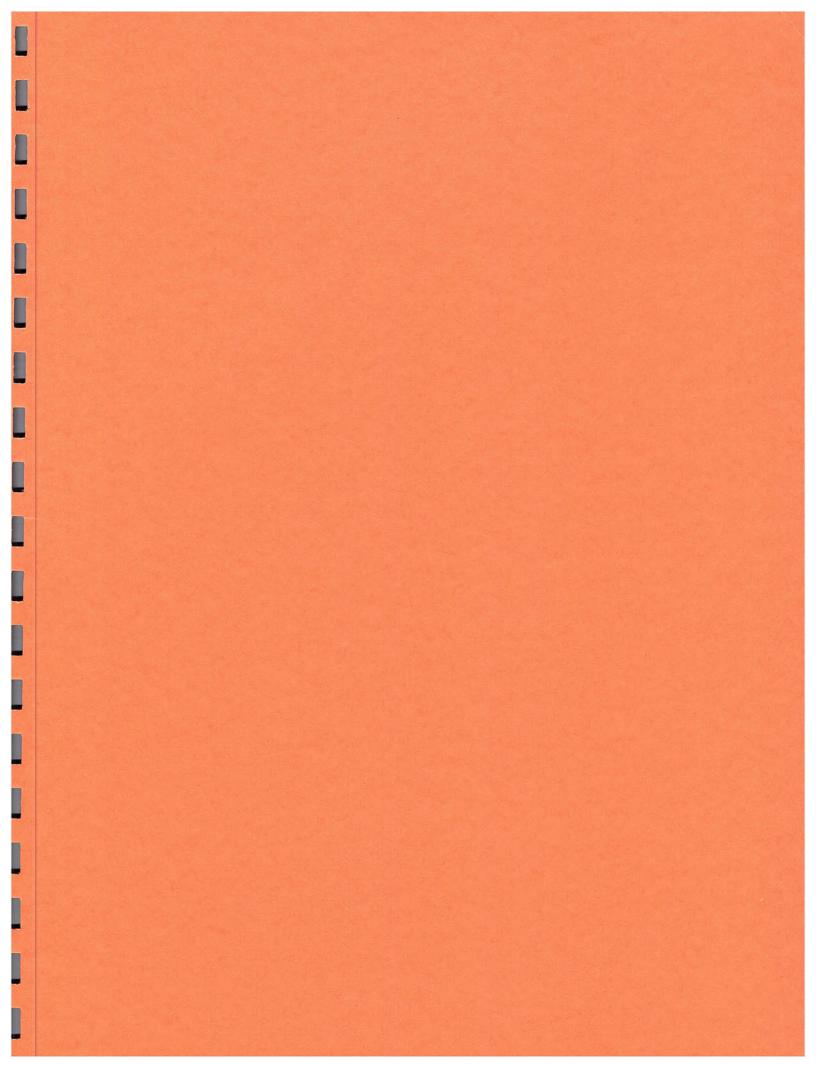
MSA/Counties Included

JOPLINJasperNewton

Health Maintenance Organization	HMO Plan Enrollees	Point of Service Plan Enrollees	Medicare Enrollees	Medicaid Enrollees	Total Members	MSA Market Share*
HMO Missouri, Inc., d/b/a BlueChoice	2,269	214	0	0	2,483	81.5%
GenCare Health Systems, Inc.	432	12	0	0	444	14.6%
Humana Kansas City, Inc.	45	0	0	0	45	1.5%
Prudential Health Care Plan, Inc., d/b/a PruCare	2	30	0	0	32	1.1%
Mercy Health Plans of Missouri, Inc.	30	0	0	0	30	1.0%
TriSource HealthCare, Inc.d/b/a Blue-Advantage	6	0	0	0	6	0.2%
Good Health HMO, Inc., d/b/a Blue-Care, Inc.	3	0	0	0	3	0.1%
Principal Health Care of Kansas City, Inc.	0	2	0	0	2	0.1%
TOTALS	2,787	258	0	0	3,045	

*MSA Market Share is the HMO's percentage of total Joplin MSA enrollment.

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